

N.M. RAJI & CO.
Chartered Accountants
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Bangalore - 560 001, INDIA
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Independent Auditor's Report

To the Board of Directors of Rizing B.V

Report on the Audit of the Special Purpose Financial Statements

Opinion

We have audited the accompanying Special Purpose Financial Statements of **Rizing B.V** ("the Company"), which comprise the Balance Sheet as at **March 31, 2024**, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Special Purpose Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Special Purpose Financial Statements give a true and fair view in conformity with the basis of preparation referred to in note 2(i) to the Special Purpose Financial Statements of the state of affairs of the Company as at March 31, 2024 and Loss and Other Comprehensive Income, Changes in Equity and its Cash Flows for the year ended March 31, 2024.

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 Special Purpose Financial Statements* section of our report. We are independent of the Company, in accordance with the ethical requirements that are relevant to our audit of the Special Purpose Financial Statements in India, in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) and the relevant provisions of the Companies Act, 2013 ("the Act"), and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to note 2(i) to the accompanying financial statements which indicates that the Company has accumulated loss of EUR 2.82 million as at March 31, 2024. These events or conditions indicate that a material uncertainty exists which may cast a significant doubt on the Company's ability to continue as going concern. However, basis the ongoing support of the Ultimate Holding Company and the ongoing assessment of business opportunities, the management considers going concern basis of accounting for preparation of accompanying financial statements to be appropriate. Our opinion is not modified in respect of this matter



Responsibilities of the Management and Those Charged with Governance for the Special Purpose Financial Statements

The Company's Board of Directors are responsible for the preparation of these Special Purpose Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company, in accordance with the basis described in note 2(i) of the Special Purpose Financial Statements. This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Board of Directors of the Company are responsible for assessing the ability of the Company 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 of the Company are 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 financial 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 made by the management;
- Conclude on the appropriateness of management's 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 ability of the Company 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 also 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.

Other Matter

The audit of previous year was conducted by Appaji & Co, Chartered Accountants, who had expressed an unmodified opinion on those Special Purpose Financial Statements. Accordingly, we do not express any opinion on the comparative figures reported in the Special Purpose Financial Statements for the period ended March 31, 2023.


Basis of Accounting and Restriction on Use and Distribution

We draw attention to note 2(i) to the Special Purpose Financial Statements, which describes the basis of accounting. The Special Purpose Financial Statements are prepared for the inclusion in the annual report of Wipro Limited under the requirements of Section 129(3) of the Companies Act, 2013. As a result, the Special Purpose Financial Statements may not be suitable for any other purpose. Our report is intended solely for the Company and Wipro Limited and should not be distributed to or used by parties other than the Company and Wipro Limited, except with our prior consent in writing. 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 report is shown, or into whose hands it may come without our prior consent in writing.

For N. M. Raiji & Co.

Chartered Accountants

Firm Registration No.: 108296W


Santosh Burande

Partner

Membership No.: 214451

UDIN : 24214451BKBLUY4145

Place: Bangalore

Date: 28/05/2024



RIZING B.V.
SPECIAL PURPOSE FINANCIAL STATEMENTS
UNDER IND AS
AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Rizing B.V.
BALANCE SHEET
(Amount in EUR, except share and per share data, unless otherwise stated)

| | Notes | As at | As at |
|--------------------------------------|-------|------------------|------------------|
| | | Mar 31, 2024 | March 31, 2023 |
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 4 | 30,626 | 27,374 |
| Right-of-Use assets | 5 | 64,973 | 98,034 |
| Other financial assets | 8 | 9,178 | 9,178 |
| Other non current assets | 9 | - | 5,197 |
| Total non-current assets | | 104,777 | 139,783 |
| Current assets | | | |
| Financial assets | | | |
| Trade receivables | 6 | 628,032 | 2,558,934 |
| Unbilled receivables | | 266,139 | 234,426 |
| Cash and cash equivalents | 7 | 1,168,984 | 4,046,612 |
| Contract assets | | - | 13,800 |
| Other current assets | 9 | 20,405 | 42,243 |
| Total current assets | | 2,083,560 | 6,896,015 |
| TOTAL ASSETS | | 2,188,337 | 7,035,798 |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Equity share capital | 10 | 3,675,477 | 3,448,327 |
| Other equity | | (2,819,572) | (2,085,851) |
| TOTAL EQUITY | | 855,905 | 1,362,476 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Lease Liabilities | 11 | 34,325 | 67,532 |
| Total non-current liabilities | | 34,325 | 67,532 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 13.1 | 617,865 | - |
| Lease liabilities | 11 | 33,578 | 32,496 |
| Trade payables | 12 | 43,623 | 4,731,230 |
| Other financial liabilities | 13.2 | 303,282 | 253,425 |
| Contract liabilities | | 16,440 | 21,945 |
| Other current liabilities | 15 | 112,179 | 195,742 |
| Provisions | 14 | 76,019 | 128,584 |
| Current tax liabilities (net) | | 95,121 | 242,368 |
| Total current liabilities | | 1,298,107 | 5,605,790 |
| TOTAL LIABILITIES | | 1,332,432 | 5,673,322 |
| TOTAL EQUITY AND LIABILITIES | | 2,188,337 | 7,035,798 |

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date attached

For NM Rajji & Co.

Chartered Accountants

Firm's Registration No: 108296W

Santosh Burande

Partner

Membership No.: 214451

Bengaluru

May 28, 2024



For and on behalf of the Board of Directors

Arpita Rawat

Director

Rizing LLC

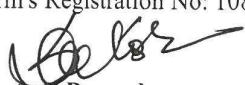
Rizing B.V.
STATEMENT OF PROFIT AND LOSS
(Amount in EUR, except share and per share data, unless otherwise stated)

| | Notes | Year ended | Period ended |
|---|-------|------------------|------------------|
| | | Mar 31, 2024 | March 31, 2023 |
| INCOME | | | |
| Revenue from operations | 16.1 | 2,569,212 | 2,509,168 |
| Other income | 16.2 | 105,055 | - |
| Total Income | | 2,674,267 | 2,509,168 |
| EXPENSES | | | |
| Employee benefits expense | 17 | 2,807,118 | 2,426,772 |
| Finance costs | 18 | 24,145 | 5,236 |
| Depreciation, amortisation and impairment expense | 4,5 | 44,848 | 36,977 |
| Sub-contracting and technical fees | | 288,033 | 361,367 |
| Facility expenses | | 15,243 | 15,929 |
| Travel | | 50,745 | 38,224 |
| Communication | | 18,272 | 16,142 |
| Legal and professional charges | | 45,555 | 10,358 |
| Marketing and brand building | | 67,983 | 47,939 |
| Other expenses | 19 | 46,046 | 68,019 |
| Total expenses | | 3,407,988 | 3,026,963 |
| Profit / (loss) before tax | | (733,721) | (517,795) |
| Current tax | 20 | - | - |
| Deferred tax | 20 | - | - |
| Total tax expense | | - | - |
| Profit / (loss) for the year / period | | (733,721) | (517,795) |
| Total comprehensive income for the year / period | | (733,721) | (517,795) |
| Earnings per equity share | 21 | | |
| (Equity shares of par value € 1 each) | | | |
| Basic | | (40.76) | (28.77) |
| Diluted | | (40.76) | (28.77) |
| Weighted average number of equity shares used in computing earnings per equity share | | | |
| Basic | | 18,000 | 18,000 |
| Diluted | | 18,000 | 18,000 |

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date attached

for **NM Raiji & Co.**
Chartered Accountants
Firm's Registration No: 108296W


Santosh Burande
Partner
Membership No.: 214451

Bengaluru
May 28, 2024



For and on behalf of the Board of Directors

Arpita Rawat
Director
Rizing LLC

Rizing B.V.
(Amount in EUR, except share and per share data, unless otherwise stated)
STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL

| Particulars | 31 March 2023 | |
|---|---------------|------------------|
| | No. of shares | Amount |
| Equity shares acquired on acquisition | 18,000 | 175,477 |
| Changes in equity share capital during the period | - | 3,272,850 |
| Closing number of equity shares | 18,000 | 3,448,327 |

| Particulars | 31 March 2024 | |
|---|---------------|------------------|
| | No. of shares | Amount |
| Opening Balance | 18,000 | 3,448,327 |
| Changes in equity share capital during the year | - | 227,150 |
| Closing number of equity shares | 18,000 | 3,675,477 |

B. OTHER EQUITY

| Particulars | Retained Earnings |
|--|--------------------|
| | 31 March 2023 |
| Balance at the time of acquisition (20th May 2022) | (1,568,056) |
| Total comprehensive income for the period | (517,795) |
| Closing Balance | (2,085,851) |


| Particulars | Retained Earnings |
|---|--------------------|
| | 31 March 2024 |
| Opening Balance | (2,085,851) |
| Total comprehensive income for the year | (733,721) |
| Closing Balance | (2,819,572) |

The accompanying notes form an integral part of these financial statements

As per our report of even date attached

For and on behalf of the Board of Directors

for NM Raiji & Co.
Chartered Accountants
Firm's Registration No: 108296W


Santosh Burande
Partner
Membership No.: 214451

Bengaluru
May 28, 2024



Arpita Rawat
Director
Rizing LLC

Rizing B.V.
STATEMENT OF CASH FLOWS
(In EUR, except share and per share data, unless otherwise stated)

| | <u>For the year ended</u> Mar 31, 2024 | <u>For the period ended</u> March 31, 2023 |
|---|---|---|
| Cash flows from operating activities | | |
| Profit / (loss) for the year / period | (733,721) | (517,795) |
| Adjustments to reconcile profit / (loss) for the year / period to net cash generated from operating activities | | |
| Depreciation, amortisation and impairment expense | 44,848 | 36,977 |
| Finance and other income, net of finance costs | 22,949 | 5,236 |
| Changes in operating assets and liabilities | | |
| Trade receivables | 1,930,902 | 559,565 |
| Unbilled receivables and contract assets | (17,913) | 29,967 |
| Other assets | 27,035 | 940 |
| Trade payables, other liabilities and provisions | (4,921,125) | 409,260 |
| Contract liabilities | (5,505) | (130) |
| Cash generated from / (used in) operating activities before taxes | (3,652,530) | 524,020 |
| Income taxes paid, net | | |
| Net cash generated from / (used in) operating activities | (3,652,530) | 524,020 |
| Cash flows from investing activities | | |
| Payment for purchase of property, plant and equipment | (15,039) | (4,710) |
| Rental Income | 1,196 | - |
| Net cash used in investing activities | (13,843) | (4,710) |
| Cash flows from financing activities | | |
| Payment of lease liabilities | (32,125) | (26,703) |
| Borrowings from inter company | 617,865 | - |
| Interest and finance costs paid | (24,145) | (5,236) |
| Additional Paid in capital | 227,150 | 3,272,850 |
| Net cash generated from financing activities | 788,745 | 3,240,911 |
| Net increase / (decrease) in cash and cash equivalents during the year / period | (2,877,628) | 3,760,221 |
| Cash and cash equivalents at the beginning of year / period | 4,046,612 | 286,391 |
| Cash and cash equivalents at the end of the year (Note 7) | 1,168,984 | 4,046,612 |

The accompanying notes form an integral part of these standalone financial statements



Cash and non-cash changes in liabilities arising from financing activities:

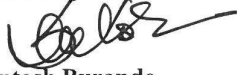
| | Non-Cash Changes | | | | |
|-------------------|------------------|----------------|--------------------------------|----------------------------|----------------|
| | April 1, 2023 | Cash flow | Additions to lease liabilities | Foreign exchange movements | March 31, 2024 |
| Borrowings | - | 617,865 | - | - | 617,865 |
| Lease Liabilities | 100,028 | (32,125) | - | - | 67,903 |
| Total | 100,028 | 585,740 | - | - | 685,768 |

| | Non-Cash Changes | | | | |
|-------------------|------------------|-----------------|--------------------------------|----------------------------|----------------|
| | May 20, 2022 | Cash flow | Additions to lease liabilities | Foreign exchange movements | March 31, 2023 |
| Borrowings | - | - | - | - | - |
| Lease Liabilities | 126,731 | (26,703) | - | - | 100,028 |
| Total | 126,731 | (26,703) | - | - | 100,028 |

As per our report of even date attached

For and on behalf of the Board of Directors

for NM Raiji & Co.
Chartered Accountants
Firm's Registration No: 108296W


Santosh Burande
Partner
Membership No.: 214451

Bengaluru
May 28, 2024



Arpita Rawat

Director
Rizing LLC

RIZING B.V

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

1. The Company overviews

Rizing B.V. is a SAP solutions and services partner in Netherlands and Internationally. Service offerings include Enterprise Asset Management, Human Capital Management, SAP retail solution suite and Geospatial.

Rizing B.V which is domiciled in Netherlands is part of Rizing group of subsidiaries which was acquired by Wipro IT Services LLC on 20th May 2022.

2. Basis of preparation of financial statements

(i) Statement of compliance and basis of preparation

This special purpose financial statement is 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. Since, the Company was acquired on May 20,2022 the comparative financial statement is provided only for the period May 20, 2022 to March 31, 2023 for which the Company was the subsidiary of Wipro Limited. Previous year figures have been regrouped / reclassified wherever necessary.

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 (as amended)] and other relevant provisions of the Act. Accounting policies have been applied consistently to all periods presented in these financial statements, except for new accounting standards adopted by the Company.

The company has accumulated losses of EUR 2,819,572 as at March 31, 2024. The financial statement has been prepared on the assumption that the Company will continue as a going concern. Further, the Company and its holding Company has adequate liquid assets to support the operation of the Company for next one year. Accordingly, the Company will be able to realise its assets and discharge its liabilities as recorded in these financial statements in the normal course of business.

New Accounting standards, amendments and interpretations adopted by the Company effective from April 1, 2023:

Amendments to Ind AS 12 – Income Taxes

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. The amendments to Ind AS 12 clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. In specified circumstances, companies are exempt from recognising deferred tax when they recognise assets or liabilities for the first time. The amendments clarify that this exemption does not apply to transactions such as leases and decommissioning obligations and companies are required to recognise deferred tax on such transactions. The adoption of these amendments to Ind AS 12 did not have any material impact on the standalone financial statements.

New Accounting standards, amendments and interpretations not yet adopted by the Company:

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

(ii) Consolidation

These financial statements represent the separate financial statements of the Company. The Ministry of Corporate Affairs (MCA) through its circular dated 27 July 2016 has exempted a company from preparing and filing of consolidated financial statements if its ultimate or intermediate holding company is filing consolidated financial statements. Further Sub - Para (iv) to Para 4 of Ind AS 110 - Consolidated Financial Statements exempts a company



from consolidation if its ultimate parent produces Ind AS complied consolidated financial statement, which are available for public use. In view of above exemptions, the Company is not required to file the consolidated financial statements. The Company has complied with Ind AS 27: Separate financial statements whereby investments in subsidiaries, joint ventures and associates are to be valued either

- at cost; or
- in accordance with Ind AS 109.

The Company has elected to measure its investment in subsidiaries and associates at cost determined in accordance with Ind AS 27 at original cost of investment in subsidiaries and associates.

(iii) Basis of measurement

These financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items which have been measured at fair value as required by relevant Ind AS:

- a) Derivative financial instruments;
- b) Financial instruments classified as fair value through other comprehensive income or fair value through profit or loss; and
- c) The defined benefit asset/(liability) is recognized as the present value of defined benefit obligation less fair value of plan assets.

(iv) Use of estimates and judgment

The preparation of the financial statements in conformity with Ind AS requires 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:** 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 labor costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, recognized revenue and profit 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. Revenue is recognized on net basis in scenario where the company is not the primary obligor.
- b) **Income taxes:** The major tax jurisdictions for the Company is in Netherlands. 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. A tax assessment can involve complex issues, which can only be resolved over extended time periods.
- 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:** 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 history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.
- e) **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.

3. Significant accounting policies

(i) Functional and presentation currency

These financial statements are presented in EUR, 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 and qualifying net investment hedges. Gains/(losses), net, 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 fair value through other comprehensive income are included in other comprehensive income, net of taxes.

(iii) Financial instruments

a) 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 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.
- 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.

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 balance sheet, bank overdrafts are presented under borrowings within current liabilities.

B. Other financial assets:

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

C. Trade and other payables

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

(iv) Equity

a) Share capital and share premium

The share capital of the Company as of March 31, 2024 is EUR 3,675,477 divided into 18,000 equity shares.

b) Retained earnings

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

c) Dividend

A final dividend, including tax thereon, on equity shares 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.

d) Other reserves

Changes in the fair value of financial instruments measured at fair value through other comprehensive income, other than impairment loss, and actuarial gains and losses on defined benefit plans is recognized in other comprehensive income (net of taxes), and presented within equity in other reserves.

(v) Property, plant and equipment

a) 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.

b) 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 | Useful life or lease term whichever is lower |
| Computer equipment and software | 2 to 7 years |
| Furniture, fixtures and equipment | 3 to 10 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 such date are disclosed under capital work- in-progress.

(vi) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is, or contains a lease if, fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

a) Arrangements where the Company is the lessee

The Company enters into an arrangement for lease of land, buildings, plant and machinery including computer equipment and vehicles. Such arrangements are generally for a fixed period but may have extension or termination options. The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to –

- control the use of an identified asset,
- obtain substantially all the economic benefits from use of the identified asset, and
- direct the use of the identified asset

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement 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 leases) and low-value assets. For these 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.

The cost of the right-of-use asset 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 are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.



For lease liabilities at the commencement of the lease, 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 can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

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 asset 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 statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

b) Arrangements where the Company is the lessor

In certain arrangements, the Company recognizes revenue from the sale of products given under finance leases. The Company records gross finance receivables, unearned income and the estimated residual value of the leased equipment on consummation of such leases. Unearned income represents the excess of the gross finance lease receivable plus the estimated residual value over the sales price of the equipment. The Company recognizes unearned income as finance income over the lease term using the effective interest method.

(vii) Impairment

A) Financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The company recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

B) Non - financial assets

The Company assesses long-lived assets such as property, plant and equipment and acquired intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or group of assets may not be recoverable. If any such indication exists, the Company estimates the recoverable amount of the asset or group of assets. The recoverable amount of an asset or cash generating unit is the higher of its fair value less cost of disposal (FVLCD) and its value-in-use (VIU). The VIU of long-lived assets is calculated using projected future cash flows. FVLCD of a cash generating unit is computed using turnover and earnings multiples. If the recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs 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 recognized in the statement of profit and loss. If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment losses previously recognized are reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment losses had not been recognized initially.



(viii) Employee benefits

a) Termination benefits

Termination benefits are expensed when the Company can no longer withdraw the offer of those benefits.

b) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

c) Compensated absences

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. Non-accumulating compensated absences are recognized in the period in which the absences occur.

(ix) 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.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

(x) Revenue

The Company derives revenue primarily from Enterprise Asset Management, Human Capital Management, SAP retail solution suite and Geospatial.

a) 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 for recognizing revenues and costs depends on the nature of the services rendered:



A. Time and materials contracts

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

B. 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 estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity. If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable. When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

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

C. Maintenance contracts

Revenue from maintenance contracts is recognized ratably 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.

b) Products

Revenue from products are recognized when the significant risks and rewards of ownership have been transferred to the buyer, continuing managerial involvement usually associated with ownership and effective control have ceased, the amount of revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

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. We present such receivables as part of Trade receivables at their net estimated realizable value.

Contract assets and liabilities are reported in a net position on a contract by contract basis at the end of each reporting period.



B. Remaining Performance Obligations

Revenue allocated to remaining performance obligations represents contracted revenue that has not yet been recognized which includes unearned revenue and amounts that will be invoiced and recognized as revenue in future periods.

C. Disaggregation of Revenues

The table below presents disaggregated revenues from contracts with customers by business segment and contract-type. The Company believes that the below disaggregation best depicts the nature, amount, timing and uncertainty of revenue and cash flows from economic factors.

Revenue by business segment

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|-----------------------|--|--|
| Rendering of services | 2,569,212 | 2,509,168 |
| | <u>2,569,212</u> | <u>2,509,168</u> |

(xi) Finance cost

Finance cost comprise interest cost on borrowings, gain or losses arising on re-measurement of financial assets at FVTPL, 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.

(xii) Other income

Other income comprises interest income on deposits, dividend income and gains / (losses), net, on disposal of investments. Interest income is recognized using the effective interest method. Dividend income is recognized when the right to receive payment is established.

(xiii) 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 that is expected to reverse within the tax holiday period, 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.

(xiv) 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.

(xv) Cash flow statement

Cash flow are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash from operating, investing and financing activities of the Company are segregated.



4. Property, plant and equipment

| | Furniture and fixtures | Office equipment | Computers | Total |
|--|------------------------|------------------|---------------|---------------|
| Gross carrying value: | | | | |
| As at May 20, 2022 | 23,753 | 1,399 | 5,791 | 30,943 |
| Additions | - | - | 6,145 | 6,145 |
| Disposals | - | - | (1,532) | (1,532) |
| As at March 31, 2023 | 23,753 | 1,399 | 10,404 | 35,556 |
| Accumulated depreciation/ impairment: | | | | |
| As at May 20, 2022 | - | - | - | - |
| Depreciation and impairment | 5,585 | 465 | 2,230 | 8,280 |
| Disposals | - | - | (98) | (98) |
| As at March 31, 2023 | 5,585 | 465 | 2,132 | 8,182 |
| Net carrying value as at March 31, 2023 | 18,168 | 934 | 8,272 | 27,374 |

| | Furniture and fixtures | Office equipment | Computers | Total |
|--|------------------------|------------------|---------------|---------------|
| Gross carrying value: | | | | |
| As at April 01, 2023 | 23,753 | 1,399 | 10,404 | 35,556 |
| Additions | - | 4,230 | 10,809 | 15,039 |
| As at Mar 31, 2024 | 23,753 | 5,629 | 21,213 | 50,595 |
| Accumulated depreciation/ impairment: | | | | |
| As at April 01, 2023 | 5,585 | 465 | 2,132 | 8,182 |
| Depreciation and impairment | 6,010 | 1,151 | 4,626 | 11,787 |
| As at Mar 31, 2024 | 11,595 | 1,616 | 6,758 | 19,969 |
| Net carrying value as at March 31, 2024 | 12,158 | 4,013 | 14,455 | 30,626 |



5. Right-of-Use assets

| | As at Marh 31, 2023 | |
|--|----------------------------|----------------|
| | Buildings | Total |
| Gross carrying value: | | |
| As at May 20, 2022 | - | - |
| Additions | 126,731 | 126,731 |
| As at March 31, 2023 | 126,731 | 126,731 |
| Accumulated depreciation | | |
| As at May 20, 2022 | - | - |
| Depreciation | 28,697 | 28,697 |
| As at March 31, 2023 | 28,697 | 28,697 |
| Net carrying value as at March 31, 2023 | 98,034 | 98,034 |

| | As at Marh 31, 2024 | |
|--|----------------------------|----------------|
| | Buildings | Total |
| Gross carrying value: | | |
| As at April 01, 2023 | 126,731 | 126,731 |
| Additions | - | - |
| Disposals | - | - |
| As at March 31, 2024 | 126,731 | 126,731 |
| Accumulated depreciation | | |
| As at April 01, 2023 | 28,697 | 28,697 |
| Depreciation | 33,061 | 33,061 |
| Disposals | - | - |
| As at March 31, 2024 | 61,758 | 61,758 |
| Net carrying value as at March 31, 2024 | 64,973 | 64,973 |



6. Trade Receivables

Unsecured

Considered good
Related parties*

Less: allowance for credit impaired

* Refer related party Note no. 26

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 286,144 | 297,945 |
| | 342,999 | 2,260,989 |
| | 629,143 | 2,558,934 |
| | 1,111 | - |
| | 628,032 | 2,558,934 |

7. Cash and cash equivalents

Cash and cash equivalents consists of the following:

Balances with banks
Current accounts

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 1,168,984 | 4,046,612 |
| | 1,168,984 | 4,046,612 |

8. Other financial assets

Non-current

Security deposits

Total

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 9,178 | 9,178 |
| | 9,178 | 9,178 |

9. Other assets

Non-current

Advances to suppliers

Current

Prepaid expenses
Dues from officers and employees
Advances to suppliers

Total

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | - | 5,197 |
| | - | 5,197 |
| | 18,888 | 40,342 |
| | 921 | 1,237 |
| | 596 | 664 |
| | 20,405 | 42,243 |
| | 20,405 | 47,440 |



10. Equity share capital

| | As at Mar 31, 2024 | As at March 31, 2023 |
|---|-----------------------|-------------------------|
| Issued, subscribed and fully paid-up capital | | |
| 18000 equity shares | 3,675,477 | 3,448,327 |
| | 3,675,477 | 3,448,327 |

i. Reconciliation of number of shares

| | March 31, 2023 | |
|--|----------------|------------------|
| | No. of Shares | Amount |
| Opening number of equity shares | 18,000 | 175,477 |
| Additional Paid in capital | - | 3,272,850 |
| Closing number of equity shares outstanding | 18,000 | 3,448,327 |

ii. Details of shareholders holding more than 5% of the total equity shares of the Company

| Name of the Shareholder | March 31, 2023 | |
|-------------------------|----------------|--------|
| | No. of Shares | % held |
| Rizing LLC | 18,000 | 100% |

i. Reconciliation of number of shares

| | Mar 31, 2024 | |
|--|---------------|------------------|
| | No. of Shares | Amount |
| Opening number of equity shares | 18,000 | 3,448,327 |
| Additional Paid in capital | - | 227,150 |
| Closing number of equity shares outstanding | 18,000 | 3,675,477 |

ii. Details of shareholders holding more than 5% of the total equity shares of the Company

| Name of the Shareholder | Mar 31, 2024 | |
|-------------------------|---------------|--------|
| | No. of Shares | % held |
| Rizing LLC | 18,000 | 100% |



| | As at Mar 31, 2024 | As at March 31, 2023 |
|--------------------------------|-----------------------|-------------------------|
| 11. Lease liabilities | | |
| Non-current | | |
| Lease liabilities | 34,325 | 67,532 |
| | 34,325 | 67,532 |
| Current | | |
| Lease liabilities | 33,578 | 32,496 |
| | 33,578 | 32,496 |
| Total Lease liabilities | 67,903 | 100,028 |

ii. Amounts recognised in statement of profit and loss:

| | Year ended Mar 31, 2024 | Period ended Mar 31, 2023 |
|---|----------------------------|------------------------------|
| Depreciation of right-of-use assets | 33,061 | 28,697 |
| Interest on lease liabilities | 2,820 | 3,175 |
| Total recognised in the income statement | 35,881 | 31,872 |

iii. Details of undiscounted contractual payments under non-cancellable leases are given below:

| | As at Mar 31, 2024 | As at Mar 31, 2023 |
|--|-----------------------|-----------------------|
| Particulars | | |
| Not later than 1 year | 34,945 | 34,945 |
| Later than 1 year and not later than 2 years | 34,945 | 34,945 |
| Later than 1 year and not later than 5 years | - | 69,890 |
| | 69,890 | 139,780 |



12. Trade Payables

Unsecured

Creditors
Related parties*
Others

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 3,621 | 42,785 |
| | - | 4,627,348 |
| | 40,002 | 61,097 |
| | 43,623 | 4,731,230 |

* Refer related party Note no. 26

13.1 Borrowings

Current

Unsecured

Intercompany loan

Total

| | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| | 617,865 | - |
| | 617,865 | - |

13.2 Other financial liabilities

Current

Salary Payable

Total

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 303,282 | 253,425 |
| | 303,282 | 253,425 |

14. Provisions

Current

Provision for employee benefits

Total

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 76,019 | 128,584 |
| | 76,019 | 128,584 |

15. Other liabilities

Current

Statutory and other liabilities

Total

| | As at Mar 31, 2024 | As at March 31, 2023 |
|--|-----------------------|-------------------------|
| | 112,179 | 195,742 |
| | 112,179 | 195,742 |



16.1 Revenue from operations

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|-----------------------|--|--|
| Rendering of Services | 2,569,212 | 2,509,168 |
| | <u>2,569,212</u> | <u>2,509,168</u> |

16.2 Other Income

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|---|--|--|
| Rental Income | 1,196 | - |
| Gain arising due to exchange rate fluctuation | 103,859 | - |
| | <u>105,055</u> | <u>-</u> |

17. Employee benefits

a) Employee costs includes

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|--------------------|--|--|
| Salaries and bonus | 2,807,118 | 2,426,772 |
| | <u>2,807,118</u> | <u>2,426,772</u> |

18. Finance costs

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|------------------|--|--|
| Interest expense | 24,145 | 5,236 |
| | <u>24,145</u> | <u>5,236</u> |

19. Other Expenses

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|-------------------------------|--|--|
| Rates, taxes and insurance | 367 | 2,176 |
| Lifetime expected credit loss | 1,111 | - |
| Miscellaneous expenses | 44,568 | 65,843 |
| | <u>46,046</u> | <u>68,019</u> |

20. Income tax

The reconciliation between the provision of income tax and amounts computed by applying the statutory tax rate to profit before taxes is as follows:

| | <u>Year ended</u> <u>March 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|---|--|--|
| Profit/(Loss) before taxes | (733,721) | (517,795) |
| Enacted income tax rate in Netherland | 25% | 25% |
| Computed expected tax expense | (183,430) | (129,449) |
| Effect of: | | |
| Current year loss for which no deferred tax asset is recognized | 183,430 | 129,449 |
| | <u>-</u> | <u>-</u> |



21. Earnings per equity share

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|--|--|--|
| Profit attributable to equity holders of the Company | (733,721) | (517,795) |
| Weighted average number of equity shares outstanding | 18,000 | 18,000 |
| Basic earnings per share | (40.76) | (28.77) |

| | <u>Year ended</u> <u>Mar 31, 2024</u> | <u>Period ended</u> <u>March 31, 2023</u> |
|--|--|--|
| Profit attributable to equity holders of the Company | (733,721) | (517,795) |
| Weighted average number of equity shares outstanding | 18,000 | 18,000 |
| Diluted earnings per share | (40.76) | (28.77) |

22. Commitments and contingencies

There are no Contingent Liabilities, Capital and Other Commitments as at 31 March 2024 and 31 March 2023.

23. Segment Reporting

The Company operates in one business segment, namely sale of software services. In line with IND-AS 108, as the relevant information is available from balance sheet and the statement of profit and loss itself, and keeping in view the objective of segment reporting, the Company is not required to disclose segment information as per IND AS -108.

24. Financial instruments

| | <u>As at</u> <u>Mar 31, 2024</u> | <u>As at</u> <u>March 31, 2023</u> |
|-----------------------------------|-------------------------------------|---------------------------------------|
| Financial assets | | |
| Cash and cash equivalents | 1,168,984 | 4,046,612 |
| Other financial assets | | |
| Trade receivables | 628,032 | 2,558,934 |
| Unbilled receivables | 266,139 | 234,426 |
| | 2,063,155 | 6,839,972 |
| Financial liabilities | | |
| Trade payables and other payables | | |
| Trade payables | 43,623 | 4,731,230 |
| Other financial liabilities | 303,282 | 253,425 |
| Borrowings | 617,865 | - |
| | 964,770 | 4,984,655 |



Notes to financial instruments:

- a. The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, borrowings and other financial liabilities approximate the carrying amount largely due to short-term maturity of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has measured investments in equity shares of subsidiaries and joint ventures at the deemed cost. The Company has considered the carrying amount under previous GAAP as the deemed cost.

- b. Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability.

Measurement of fair value of financial instruments

The Company's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialist for complex valuations, wherever necessary. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximizing the use of market-based information.

25. Financial risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

| Risk | Exposure arising from | Measurement |
|----------------------------|--|-----------------------------|
| Credit risk | Cash and cash equivalent, trade receivables, financial assets measured at amortized cost | Ageing analysis |
| Liquidity risk | Borrowings and other financial liabilities | Rolling cash flow forecasts |
| Market risk -Interest rate | Long-term borrowings at variable rates | Sensitivity analysis |

The Company's risk management is carried out by a central treasury department (of the group) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such interest rate risk, credit risk and investment of excess liquidity.



A. Credit risk

Credit risk arises from cash and cash equivalents, trade receivables, investments carried at amortized cost and deposits with banks and financial institutions.

Credit risk management

The finance function of the Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an on-going basis throughout each reporting period. In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 30 days past due. A default on a financial asset is when the counterparty fails to make contractual payments when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

Expected credit loss for trade receivables under simplified approach

During the periods presented, the Company made no write-offs of trade receivables and it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off.

B. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.



Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts include estimated interest payments and exclude the impact of netting agreements, if any.

| Mar 31, 2024 | | | | | | | |
|-----------------------------|------------------|-----------|-----------|----------------|------------------|---------------------------------------|----------------|
| Contractual cash flows | Less than 1 year | 1-2 years | 2-4 years | Beyond 4 years | Total cash flows | Interest included in total cash flows | Carrying value |
| Borrowings | 617,865 | - | - | - | 617,865 | - | 617,865 |
| Lease liabilities | 34,945 | 34,945 | - | - | 69,890 | (1,987) | 67,903 |
| Trade payables | 43,623 | - | - | - | 43,623 | - | 43,623 |
| Other financial liabilities | 303,282 | - | - | - | 303,282 | - | 303,282 |

| March 31, 2023 | | | | | | | |
|-----------------------------|------------------|-----------|-----------|----------------|------------------|---------------------------------------|----------------|
| Contractual cash flows | Less than 1 year | 1-2 years | 2-4 years | Beyond 4 years | Total cash flows | Interest included in total cash flows | Carrying value |
| Lease liabilities | 34,945 | 34,945 | 34,945 | - | 104,835 | (4,807) | 100,028 |
| Trade payables | 4,731,230 | - | - | - | 4,731,230 | - | 4,731,230 |
| Other financial liabilities | 253,425 | - | - | - | 253,425 | - | 253,425 |

C. 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 of currency risk. Financial instruments affected by market risk include trade and other receivables/ payables. The Company is exposed to foreign currency risk, interest rate risk and certain other price risk, which are a result from both its operating and investing activities.

D. Interest rate risk

The Company has no borrowings as at 31st March, 2024. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

E. Foreign currency risk

The Company operates internationally and is exposed to foreign exchange risk arising from USD, EUR, INR. Foreign exchange risk arises when future commercial transactions or recognized 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.



26. Related party relationship and transactions

i. Following are the entities with which company has related party transactions

| Name of the party | Relationship with the company |
|-----------------------------------|-------------------------------|
| Rizing Consulting Ireland Limited | Group Company |
| Rizing Gmbh | Group Company |
| Rizing Limited | Group Company |
| Attune Netherlands BV | Group Company |
| Wipro Limited | Group Company |
| Rizing Philippines Inc. | Group Company |
| Rizing Pte Ltd | Group Company |
| Rizing SDN BHD | Group Company |
| Rizing Solutions Canada Inc | Group Company |
| Wipro Bahrain | Group Company |
| Rizing Germany Gmbh | Group Company |
| Rizing LLC | Holding Company |

ii. The Company has the following related party transactions for the :

| Transactions / balances | Year ended | Period ended |
|-----------------------------------|----------------|----------------|
| | March 31, 2024 | March 31, 2023 |
| Sales of goods and services | 194,568 | - |
| Purchase of services | - | 1,890 |
| Rental Income | 1,196 | - |
| Loans taken from group company | 600,000 | - |
| Interest Expense | 17,865 | - |
| Balance as at the year end | | |
| Receivables | 342,999 | 2,260,989 |
| Loan Payable | 617,865 | - |
| Payables | - | 4,627,348 |



iii. The following are the significant related party transactions for the -

| | Year ended | Period ended |
|------------------------------------|----------------|----------------|
| | March 31, 2024 | March 31, 2023 |
| Sales of goods and services | | |
| Wipro Limited | 36,945 | - |
| Rizing Gmbh | 12,833 | - |
| Rizing Limited | 144,791 | - |
| Purchase of services | | |
| Rizing Consulting Ireland Limited | - | 108 |
| Rizing Gmbh | - | 1,058 |
| Rizing Limited | - | 724 |
| Interest Expense | | |
| Rizing Germany Gmbh | 17,865 | - |
| Rent Income | | |
| Attune Netherland B.V. | 1,196 | - |
| Receivables | | |
| Rizing Consulting Ireland Limited | - | 1,434 |
| Rizing Gmbh | 147,443 | 766,415 |
| Rizing Limited | 57,415 | 1,009,995 |
| Rizing Philippines Inc. | 100,000 | 100,000 |
| Rizing Pte Ltd | - | 7,040 |
| Rizing SDN BHD | - | 200,352 |
| Rizing Solutions Canada Inc | - | 173,398 |
| Wipro Bahrain | - | 2,355 |
| Wipro Limited | 36,945 | - |
| Rent Receivables | | |
| Attune Netherland B.V. | 1,196 | - |
| Payables | | |
| Rizing Limited | - | 11,855 |
| Rizing Solutions Canada Inc | - | 4,128 |
| Rizing Germany Gmbh | - | 275,000 |
| Rizing Consulting Ireland Limited | - | 379,200 |
| Rizing Gmbh | - | 1,058 |
| Rizing LLC | - | 3,956,107 |
| Loan Payables | | |
| Rizing Gmbh | 617,865 | - |



27. Events occurring after the reporting date

No adjusting or significant non-adjusting events have occurred between 31 March 2024 and the date of authorization of these financial statements.

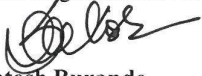
As per our report of even date attached

For and on behalf of the Board of Directors

for NM Raiji & Co.

Chartered Accountants

Firm's Registration No: 108296W



Santosh Burande

Partner

Membership No.: 214451

Bengaluru

May 28, 2024



Arpita Rawat

Director

Rizing LLC