

**Financial Statements and Independent Auditor's Report**

**The Capital Markets Company Srl (Italy)**

**31 March 2024**



## INDEPENDENT AUDITORS' REPORT

To the Board of Directors of The Capital Market Company Srl(Italy),

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

#### Opinion

We have audited the accompanying special purpose financial statements of The Capital Market Company Srl(Italy), ("the Company"), which comprise the Balance Sheet as at 31 March 2024, and 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 a summary of significant accounting policies and other explanatory information (herein after referred to as "the Special Purpose Financial Statements"). As explained in Note 2(a) to the Special Purpose Financial Statements, these Special Purpose Financial Statements include limited information and have been prepared by the Management of Wipro Limited ("the Parent") solely for inclusion in the annual report of Wipro limited for the year ended 31 March 2024 under the requirements of section 129(3) of the Companies Act, 2013, in accordance with the accounting policies of the Parent and in compliance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS").

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 presentation referred to in Note 2(a) to the Special Purpose Financial Statements, of the state of affairs of the Company as at 31 March 2024, and profit 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 Standards 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 (ICAI) 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.

#### Basis of Accounting and Restriction on Use

Without modifying our opinion, we draw attention to Note 2(a) to the Special Purpose Financial Statements, based on the preparation to the special purpose financial statements. The Special Purpose Financial Statements are prepared for inclusion in the annual report of the Ultimate Holding Company 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. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company, the Company's and ultimate holding company's board of directors, for our audit work, for this report, or for the opinions we have formed.

These financial statements are prepared on the historical cost convention and on accrual basis. The financial statements are presented in EUR and all values are rounded to the nearest EUR. The principal accounting policies adopted are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **Management 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 financial position, financial performance and total 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) prescribed 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 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, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern and disclosing, as applicable, matters related to going concern.

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

#### **Auditors' Responsibilities for the Audit of the Special Purpose Financial Statements**

Our objective is 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 auditors' 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 are 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 on whether the company has adequate internal financial controls with reference to the special purpose financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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.

For **Appaji & Co.**

Chartered Accountants

Firm's Registration No. 014147S

  
Appaji Parasa  
Partner  
Membership No. 214156

Bengaluru

23 May 2024

UDIN:- 24214156BKAJUT5303

**The Capital Markets Company Srl (Italy)**  
**Balance Sheet**  
(Amount in EUR, except share and per share data, unless otherwise specified)

|   | Note | As at<br>31 March 2024 |
|---|------|------------------------|
| <b>ASSETS</b>   |      |                        |
| <b>Current assets</b>   |      |                        |
| Trade receivables   | 7    | 502,240                |
| Unbilled Receivables  |      | 547,157                |
| Cash and cash equivalents   | 8    | 404,284                |
| Other financial assets  | 5    | 52,144                 |
| Contract Asset  |      | 386,301                |
| Other current assets  | 6    | 42,068                 |
|   |      | <b>1,934,194</b>       |
| <b>TOTAL ASSETS</b>   |      | <b>1,934,194</b>       |
| <b>EQUITY AND LIABILITIES</b>   |      |                        |
| <b>EQUITY</b>   |      |                        |
| Equity Share capital  |      | 10,000                 |
| Other equity  |      | (235,584)              |
|   |      | <b>(225,584)</b>       |
| <b>LIABILITIES</b>  |      |                        |
| <b>Non-current liabilities</b>  |      |                        |
| Other financial liabilities   | 10   | 5,507                  |
|   |      | <b>5,507</b>           |
| <b>Current liabilities</b>  |      |                        |
| <b>Financial liabilities</b>  |      |                        |
| Trade Payables  |      |                        |
| i)total outstanding dues of micro enterprises and small enterprises                     |      |                        |
| ii)total outstanding dues of creditors other than micro enterprise and small enterprise |      | 403,240                |
| Loan from subsidiaries  |      | 1,052,736              |
| Other financial liabilities   | 10   | 556,351                |
| Contract Liabilities  |      | 383                    |
| Provisions  | 9    | 36,485                 |
| Other current liabilities   | 11   | 105,076                |
|   |      | <b>2,154,271</b>       |
| <b>TOTAL EQUITY AND LIABILITIES</b>   |      | <b>1,934,194</b>       |
| Summary of significant accounting policies  | 2    |                        |
| The accompanying notes are an integral part of these financial statements               | 1-20 |                        |

As per our report of even date attached

**For Appaji & Co.**  
Chartered Accountants  
Firm Registration No.: 0141475

Sd/-

**Appaji Parasa**  
Partner  
Membership No: 214156

Place: Bengaluru  
Date: 23 May 2024

**For and on behalf of the Board of Directors  
of The Capital Markets Company Srl (Italy)**

Sd/-

**Marcel Du Bois**  
Director

Place: Belgium  
Date: 23 May 2024

**The Capital Markets Company Srl (Italy)**  
**Statement of Profit and Loss**  
(Amount in EUR, except share and per share data, unless otherwise specified)

|   | Notes | For the year ended<br>31 March 2024      |
|---|-------|--|
| <b>REVENUE</b>  |       |  |
| Revenue from operations   | 12    | <u>2,940,065</u>                         |
| <b>Total income</b>   |       | <u><b>2,940,065</b></u>                  |
| <b>EXPENSES</b>   |       |  |
| Employee benefit expenses   | 13    | 1,074,898                                |
| Finance costs   | 14    | 25,519                                   |
| Other expenses  | 15    | <u>2,075,232</u>                         |
| <b>Total expenses</b>   |       | <u><b>3,175,649</b></u>                  |
| <b>Profit or (Loss) for the year</b>                                      |       | <u><b>(235,584)</b></u>                  |
| <b>Total comprehensive income / (loss) for the year</b>                   |       | <b>(235,584)</b>                         |
| <b>Earning per share (EPS)</b>  |       |  |
| Basic and diluted earning per share (in EUR)                              | 16    | (23.56)                                  |
| The accompanying notes are an integral part of these financial statements | 1-20  |  |
| As per our report of even date  |       |  |
| <b>For Appaji &amp; Co.</b>   |       | <b>For and on behalf of the Board of</b> |
| Chartered Accountants   |       | <b>Directors of The Capital Markets</b>  |
| Firm Registration No.: 0141475  |       | <b>Company Srl (Italy)</b>               |
| Sd/-  |       | Sd/-                                     |
| <b>Appaji Parasa</b>  |       | <b>Marcel Du Bois</b>                    |
| Partner   |       | Director                                 |
| Membership No: 214156   |       |  |
| Place: Bengaluru  |       | Place: Belgium                           |
| Date: 23 May 2024   |       | Date: 23 May 2024                        |

**The Capital Markets Company Srl (Italy)**  
**Statement of Changes in Equity**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**(A) Equity share capital**

|   | As at<br>31 March 2024 |        |
|---|------------------------|--------|
|   | No. of shares          | Amount |
| Changes in equity share capital during the year | 10,000                 | 10,000 |
| Closing   | 10,000                 | 10,000 |

**(B) Other equity**

|   | Retained earnings | Total     |
|---|-------------------|-----------|
| Balance as at 1 April 2023                    | -                 | -         |
| Loss for the year                             | (235,584)         | (235,584) |
| Total other comprehensive (loss) for the year | (235,584)         | (235,584) |
| <b>Balance as at 31 March 2024</b>            | (235,584)         | (235,584) |

The accompanying notes are an integral part of these financial statements 1-20

As per our report of even date  
**For Appaji & Co.**  
Chartered Accountants  
Firm Registration No.: 014147S

**For and on behalf of the Board of Directors of  
The Capital Markets Company Srl (Italy)**

Sd/-

Sd/-

**Appaji Parasa**  
Partner  
Membership No: 214156

**Marcel Du Bois**  
Director

Place: Bengaluru  
Date: 23 May 2024

Place: Belgium  
Date: 23 May 2024

**The Capital Markets Company Srl (Italy)**  
**Statement of Cash Flows**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**For the year ended**  
**31 March 2024**

|   |                  |
|---|------------------|
| <hr/>   |                  |
| <b>Cash flows from operating activities</b>   |                  |
| Profit for the year   | (235,584)        |
| <b>Adjustments to reconcile profit for the year to net cash generated from operating activities</b> |                  |
| Unrealised exchange differences - net   | (2,663)          |
| Interest expense  | 23,052           |
| <b>Operating profit before working capital changes</b>  | <u>(215,195)</u> |
| <b>Adjustments for working capital changes</b>  |                  |
| Trade Receivables, Unbilled Receivables and contract assets   | (1,433,035)      |
| Loans and advances and other assets   | 412,619          |
| Inter Company transactions with fellow subsidiaries   | (506,832)        |
| Trade and other payables  | 1,106,660        |
| Contract liabilities  | 383              |
| <b>Cash generated from/ (used in) operating activities before taxes</b>                             | <u>(635,400)</u> |
| Direct taxes paid   | -                |
| <b>Net cash generated from/(used in) operating activities</b>                                       | <u>(635,400)</u> |
| <br>  |                  |
| <b>Cash flows from investing activities:</b>  |                  |
| <b>Net cash generated from/(used in) investing activities</b>                                       | <u>-</u>         |
| <br>  |                  |
| <b>Cash flows from financing activities:</b>  |                  |
| Proceeds from Issuance of Equity Share Capital  | 10,000           |
| Inter company loans from subsidiaries   | 1,052,736        |
| Interest expense  | (23,052)         |
| <b>Net cash generated from/(used in) financing activities</b>                                       | <u>1,039,684</u> |
| <br>  |                  |
| <b>Net increase in cash and cash equivalents during the year</b>                                    | 404,284          |
| <br>  |                  |
| Cash and cash equivalents at at the beginning of the year   | -                |
| <b>Cash and cash equivalents at the end of the year (refer note 11)</b>                             | <u>404,284</u>   |

The accompanying notes are an integral part of these financial statements

1-20

As per our report of even date  
**For Appaji & Co.**  
Chartered Accountants  
Firm Registration No.: 0141475

**For and on behalf of the Board of Directors of**  
**The Capital Markets Company Srl (Italy)**

Sd/-

Sd/-

**Appaji Parasa**  
Partner  
Membership No: 214156

**Marcel Du Bois**  
Director

Place: Bengaluru  
Date: 23 May 2024

Place: Belgium  
Date: 23 May 2024



**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**1 General Information**

The Capital Markets Company Srl (Italy) is a subsidiary of Grove Holdings 2 S.a.r.l., incorporated and domiciled in Italy. The Company is provider of IT Services, and IT related services. The Company's ultimate holding company, Wipro Limited ("Wipro") is incorporated and domiciled in India.

The Capital Markets Company Srl (Italy), was incorporated with effect from 9 March 2023 and considering that this 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, the financial statement are prepared for the period 1 April 2023 to 31 March 2024.

**2 Basis of preparation of financial statements**

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

This Special Purpose Financial Statements are prepared solely 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 are the Standalone financial statements of The Capital Markets Company Srl (Italy).

The Special Purpose 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)]. Accounting policies have been applied consistently to all periods presented in these financial statements, except for new accounting standards adopted by the Company.

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

All amounts included in the financial statements are reported in Euro except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures. Previous year figures have been regrouped/re-arranged, wherever necessary.

Amounts below rounding off norm adopted by the Company been disclosed as nil in the financial statement.

Items included in the financial statement of the Company are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The functional currency of the company is Euro and the financial statement is also presented in EUR.

**(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 judgement**

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, accounting estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates are monetary amounts in the standalone financial statements that are subject to measurement uncertainty. An accounting policy may require items in standalone financial statements to be measured at monetary amounts that cannot be observed directly and must instead be estimated. In such a case, management develops an accounting estimate to achieve the objective set out by the accounting policy. Developing accounting estimates involves the use of judgements or assumptions based on the latest available and reliable information. Actual results may differ from those accounting estimates.

Accounting estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised 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 recognised in the financial statements are included in the following notes:

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

a) **Revenue recognition**

The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their relative stand-alone selling price. In cases where the Company is unable to determine the stand-alone selling price the company uses expected cost-plus margin approach in estimating the stand-alone selling price. 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, revenue recognised, profit and timing of revenue for remaining performance obligations are subject to revisions as the contract progresses to completion. When estimates indicate that a loss will be incurred, the loss is provided for in the period in which the loss becomes probable. Volume discounts are recorded as a reduction of revenue. When the amount of discount varies with the levels of revenue, volume discount is recorded based on estimate of future revenue from the customer.

b) **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

c) **Income taxes:** The major tax jurisdictions for the Company is Italy.

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.

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 realisation 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 expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of deferred tax assets considered realisable, however, could reduce in the near term if estimates of future taxable income during the carry-forward period are reduced.▫

**3 Material accounting policy information**

(i) **Functional and presentation currency**

These standalone financial statements are presented in Euro, which is the functional currency of the Company.

(ii) **Foreign currency transactions and translations**

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 recognised in the statement of profit and loss and reported within foreign exchange gains/(losses), net, within results of operating activities. Net loss relating to translation or settlement of borrowings denominated in foreign currency are reported within finance costs. Net gain relating to translation or settlement of borrowings denominated in foreign currency are reported within Other income. 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.

(iii) **Financial instruments**

Non derivative financial instruments consist of:

- financial assets, which include cash and cash equivalents, trade receivables, unbilled receivables, finance lease receivables, employee and other advances, and eligible current and non-current assets.
- financial liabilities, which include borrowings, trade payables, lease liabilities, and eligible current and non-current liabilities.

Non- derivative financial instruments are recognised 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.

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

- 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. These comprise trade receivables, unbilled receivables, finance lease receivables, employee and other advances and other eligible current and non-current assets. They are presented as current assets, except for those maturing later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that do not contain a significant financing component are measured at transaction price.
- C Trade payables and other liabilities**  
Trade payables other liabilities are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short-term maturity of these instruments. Contingent consideration recognised in a business combination is subsequently measured at fair value through profit or loss.
- D Share Capital and Reserves**  
The authorised share capital of the Company as at March 31, 2024 is EUR 10,000.  
  
Every holder of the equity shares, as reflected in the records of the Company as at the date of the shareholder meeting shall have one vote in respect of each share held for all matters submitted to vote in the shareholder meeting.
- E Retained earnings**  
Retained earnings comprises of the Company's undistributed earnings after taxes.
- F Employee Benefits:**  
The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as defined contribution plans. Under a defined contribution plan, the Company's sole obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognised as an expense during the period when the employee provides service.
- G Compensated absences**  
The employees of the Company are entitled to compensated absences. 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. The Company recognises accumulated compensated absences based on the projected unit credit method. Non-accumulating compensated absences are recognised in the period in which the absences occur.
- H Provisions:**  
Provisions are recognised 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 recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering 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 recognised as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**I Revenue**

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

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive (transaction price). Revenue towards satisfaction of the performance obligation is measured at the amount of transaction price (net of variable consideration on account of discounts and allowances) allocated to that performance obligation. To recognise revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognise revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

At contract inception, the Company assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Company applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation. The Company allocates the transaction price to separately identifiable performance obligations based on their relative stand-alone selling price or residual method. Stand-alone selling prices are determined based on sale prices for the components when it is regularly sold separately, in cases where the Company is unable to determine the stand-alone selling price the Company uses third-party prices for similar deliverables or the Company uses expected cost-plus margin approach in estimating the stand-alone selling price.

For performance obligations where control is transferred over time, revenues are recognised by measuring progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment and is based on the nature of the promised products or services to be provided.

The method for recognising 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 recognised as the related services are rendered.

**B. Fixed-price contracts**

**i) Fixed-price development contracts**

Revenues from fixed-price development contracts, including software development, and integration contracts, where the performance obligations are satisfied over time, are recognised using the "percentage-of-completion" method. The performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses. 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 is not able to reasonably measure the progress of completion, revenue is recognised only to the extent of costs incurred for which recoverability is probable. When total cost estimates exceed revenues in an arrangement, the estimated losses are recognised in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates as an onerous contract provision.

A contract asset is a right to consideration that is conditional upon factors other than the passage of time. Contract assets primarily relate to unbilled amounts on fixed-price development contracts and are classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

A contract liability is an entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

Unbilled receivables are classified as a financial asset where the right to consideration is unconditional and only the passage of time is required before the payment is due.

**ii) Maintenance contracts**

Revenues related to fixed-price maintenance contracts are recognised on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period or ratably using percentage of completion method when the pattern of benefits from the services rendered to the customers and the cost to fulfil the contract is not even through the period of contract because the services are generally discrete in nature and not repetitive.

Revenue for contracts in which the invoicing is representative of the value being delivered is recognised based on our right to invoice. If our invoicing is not consistent with value delivered, revenues are recognised as the service is performed using the percentage of completion method.

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 recognised with respect to the actual output achieved till date as a percentage of total contractual output. Any residual service unutilised by the customer is recognised as revenue on completion of the term.

**iii) Element or Volume based contracts**

Revenues and costs are recognised as the related services are rendered.

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**Others**

Any change in scope or price is considered as a contract modification. The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the stand-alone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract if the additional services are priced at the stand-alone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the stand-alone selling price.

The Company accounts for variable considerations like, volume discounts, rebates, pricing incentives to customers and penalties as reduction of revenue on a systematic and rational basis over the period of the contract. The Company estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which the Company may be entitled and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Revenues are shown net of allowances/ returns, sales tax, value added tax, goods and services tax and applicable discounts. The Company may enter into arrangements with third party suppliers to resell products or services. In such cases, the Company evaluates whether the Company is the principal (i.e. report revenues on a gross basis) or agent (i.e. report revenues on a net basis). In doing so, the Company first evaluates whether the Company controls the good or service before it is transferred to the customer. The Company considers whether it has the primary obligation to fulfill the contract, inventory risk, pricing discretion and other factors to determine whether it controls the goods or services and therefore, is acting as a principal or an agent. If Company controls the good or service before it is transferred to the customer, Company is the principal; if not, the Company is the agent. Estimates of transaction price and total costs or efforts are continuously monitored over the term of the contract and are recognised in net profit in the period when these estimates change or when the estimates are revised. Revenues and the estimated total costs or efforts are subject to revision as the contract progresses.

The Company accrues the estimated cost of warranties at the time when the revenue is recognised. The accruals are based on the Company's historical experience of material usage and service delivery costs.

**J Finance costs**

Finance costs comprises interest cost on borrowings, lease liabilities and net defined benefit liability, net loss 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 recognised in the statement of profit and loss using the effective interest method.

**K Finance and other income**

Finance and other income comprises interest income on deposits, dividend income, gains/ (losses) on disposal of investments and net gain on translation or settlement of foreign currency borrowings. Interest income is recognised using the effective interest method. Dividend income is recognised when the right to receive payment is established.

**L Income tax**

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

**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 amounts are those that are enacted or substantively enacted as at the reporting date and applicable for the period. While determining the tax provisions, the Company assesses whether each uncertain tax position is to be considered separately or together with one or more uncertain tax positions depending upon the nature and circumstances of each uncertain tax position. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and liability simultaneously.

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**Deferred income tax**

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in these standalone 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 recognised 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 utilised.

Deferred income tax liabilities are recognised 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 utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised 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 a right and an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

**M Statement of cash flows**

Cash flows 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 or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash generated from/(used in) operating, investing and financing activities of the Company are segregated.

**4 New Accounting standards adopted by the Company**

The accounting policies adopted in the preparation of the standalone financial statements are consistent with those followed in the preparation of the Company's annual standalone financial statements for the year ended March 31, 2024.



The Capital Markets Company Srl (Italy)  
Notes to the Standalone Financial Statements  
(Amount in EUR, except share and per share data, unless otherwise specified)

|                                       | As at<br>31 March 2024 |
|---------------------------------------|------------------------|
| <b>5 Other financial assets</b>       |                        |
| <b>Current</b>                        |                        |
| Balance with Group Companies          | 52,144                 |
|                                       | <u>52,144</u>          |
| <b>6 Other current assets</b>         |                        |
| Prepaid expenses                      | 42,068                 |
|                                       | <u>42,068</u>          |
| <b>7 Trade Receivables</b>            |                        |
| <b>Unsecured</b>                      |                        |
| Considered good                       | 502,240                |
|                                       | <u>502,240</u>         |
| <b>8 Cash and Cash equivalents</b>    |                        |
| Balances with banks                   |                        |
| - in current account                  | 404,284                |
|                                       | <u>404,284</u>         |
| <b>9 Provisions</b>                   |                        |
| <b>Current</b>                        |                        |
| Provision for employee benefits       | 36,485                 |
|                                       | <u>36,485</u>          |
| <b>10 Other financial liabilities</b> |                        |
| <b>Non-current</b>                    |                        |
| Salary payable                        | 5,507                  |
|                                       | <u>5,507</u>           |
| <b>Current</b>                        |                        |
| Salary payable                        | 101,664                |
| Payable to group companies            | 454,687                |
|                                       | <u>556,351</u>         |
| <b>11 Other current liabilities</b>   |                        |
| Statutory liabilities                 | 105,076                |
|                                       | <u>105,076</u>         |

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

|  | For the year ended<br>31 March 2024 |
|--|-------------------------------------|
| <b>12 Revenue from operations</b>  |                                     |
| Sale of services*  | 2,940,065                           |
| Total revenue from operations  | 2,940,065                           |
| *includes related party transactions (refer note 17)   |                                     |
| <b>13 Employee benefits expense</b>  |                                     |
| Salaries and wages   | 1,074,898                           |
|  | 1,074,898                           |
| <b>14 Finance Cost</b>   |                                     |
| Interest on loans and advances*  | 23,052                              |
| Bank Charges   | 2,467                               |
|  | 25,519                              |
| *includes related party transactions (refer note 17)   |                                     |
| <b>15 Other expenses</b>   |                                     |
| Sub contracting / technical fees / third party application*  | 1,776,870                           |
| Facility expenses  | 60,261                              |
| Travel   | 11,143                              |
| Legal and professional charges   | 105,539                             |
| Communication  | 742                                 |
| Miscellaneous expenses   | 118,014                             |
| Foreign exchange loss, net   | 2,663                               |
|  | 2,075,232                           |
| *includes related party transactions (refer note 17)   |                                     |
| <b>16 Earning per share (EPS)</b>  |                                     |
| Basic earnings /(loss) per share amounts are calculated by dividing the profit/loss for the period attributable to equity holders by the weighted average number of equity shares outstanding during the period.   |                                     |
| 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 period 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:   |                                     |
|  | <b>31 March 2024</b>                |
| Loss attributable to equity holders  | (235,584)                           |
| Less: preference dividend after-tax  | -                                   |
| Loss attributable to equity holders after preference dividend  | (235,584)                           |
| Add: Interest on convertible preference shares   | -                                   |
| Loss attributable to equity holders adjusted for the effect of dilution  | (235,584)                           |
| Weighted average number of equity shares - for basic and diluted EPS   | 10,000                              |
| Earnings per share - Basic and diluted (in EUR)  | (23.56)                             |

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**17 Related party disclosure**

**Related party disclosure**

**a) Parties where control exists:**

| <u>Name</u>                          | <u>Relationship</u>      | <u>Country of Incorporation</u> |
|--------------------------------------|--------------------------|---------------------------------|
| Wipro Limited                        | Ultimate Holding company | India                           |
| Grove Holdings 2 S.a.r.l             | Holding Company          | Luxembourg                      |
| The Capital Markets Company BV       | Fellow subsidiary        | Belgium                         |
| The Capital Markets Company GmbH     | Fellow subsidiary        | Germany                         |
| Capco Poland Sp. z.o.o.              | Fellow subsidiary        | Poland                          |
| The Capital Markets Company (UK) Ltd | Fellow subsidiary        | UK                              |
| Capco Technologies Pvt. Ltd          | Fellow subsidiary        | India                           |
| Capco Austria GmbH                   | Fellow subsidiary        | Austria                         |

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

| <u>Particulars</u>                   | <u>As at</u><br><u>31 March 2024</u> |
|--------------------------------------|--------------------------------------|
| <b><u>Sale of Services</u></b>       |                                      |
| Capco Austria GmbH                   | 3,981                                |
| The Capital Markets Company GmbH     | 118,842                              |
| The Capital Markets Company (UK) Ltd | 106,106                              |
| <b><u>Cost of Services</u></b>       |                                      |
| The Capital Markets Company BV       | 111,223                              |
| The Capital Markets Company GmbH     | 70,639                               |
| Capco Poland Sp. z.o.o.              | 73,745                               |
| The Capital Markets Company (UK) Ltd | 286,688                              |
| Capco Technologies Pvt. Ltd          | 15,236                               |
| <b><u>Interest Expenses</u></b>      |                                      |
| The Capital Markets Company BV       | 22,736                               |
| The Capital Markets Company GmbH     | 40                                   |
| The Capital Markets Company (UK) Ltd | 276                                  |

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

|  | <u>As at</u><br><u>31 March 2024</u> |
|--|--------------------------------------|
| <b>i) <u>Balances other than loans :</u></b> |                                      |
| <b><u>Payable balances</u></b>               |                                      |
| The Capital Markets Company (UK) Ltd         | 296,306                              |
| The Capital Markets Company BV               | 111,223                              |
| Capco Poland Sp. z.o.o.                      | 31,923                               |
| Capco Technologies Pvt. Ltd                  | 15,236                               |
| <b><u>Receivable balances</u></b>            |                                      |
| Capco Austria GmbH                           | 3,941                                |
| The Capital Markets Company GmbH             | 48,203                               |
| <b>ii) <u>Loan Balances :</u></b>            |                                      |
| <b><u>Borrowings</u></b>                     |                                      |
| The Capital Markets Company BV               | 1,052,736                            |

**18 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 are considered to constitute a single segment in the context of Ind AS 108 Segment Reporting.

**The Capital Markets Company Srl (Italy)**  
**Notes to the Standalone Financial Statements**  
(Amount in EUR, except share and per share data, unless otherwise specified)

**19 Financial instruments**

Financial assets and liabilities (carrying value / fair value)

|                                   | <b>As at<br/>31 March 2024</b> |
|-----------------------------------|--------------------------------|
| <b>Assets</b>                     |                                |
| Cash and cash equivalents         | 404,284                        |
| Other financial assets            |                                |
| Trade receivables                 | 502,240                        |
| Unbilled receivables              | 547,157                        |
| Other financial assets            | 52,144                         |
| <b>Total</b>                      | <b>1,505,825</b>               |
| <b>Liabilities</b>                |                                |
| Trade payables and other payables |                                |
| Trade payables                    | 403,240                        |
| Other financial liabilities       | 556,351                        |
| Borrowings                        | 1,052,736                      |
|                                   | <b>2,012,327</b>               |

**Fair value**

Financial assets and liabilities include cash and cash equivalents, trade receivables, unbilled receivables, finance lease receivables, employee and other advances, eligible current and non-current assets, borrowings, trade payables, and eligible current liabilities and non-current liabilities.

The fair value of cash and cash equivalents, trade receivables, unbilled revenues, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. Accordingly, the carrying value of such long-term debt approximates fair value. As of March 31, 2024 the carrying value of such receivables, net of allowances approximates the fair value.

20 There are no contingent liabilities as at March 31, 2024.

As per our report of even date  
**For Appaji & Co.**  
Chartered Accountants  
Firm Registration No.: 0141475

**For and on behalf of the Board of Directors of  
The Capital Markets Company Srl (Italy)**

Sd/-

Sd/-

**Appaji Parasa**  
Partner  
Membership No: 214156

**Marcel Du Bois**  
Director

Place: Bengaluru  
Date: 23 May 2024

Place: Belgium  
Date: 23 May 2024