

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

Wipro UK Limited

31st March 2024

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Wipro UK Limited

Report on the Audit of the Special Purpose Financial Statements

Opinion

We have audited the accompanying special purpose financial statements of Wipro UK Limited (“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, on the basis of 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.

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 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 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 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.
- 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 company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause company to cease to continue as a going concern, and,

- 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 **D Prasanna & Company**

Chartered Accountants

Firm's Registration No. 009619S

sd/-

D Prasanna Kumar

Proprietor

Membership No. 211367

Bengaluru

24th May 2024

Wipro UK Limited
Balance Sheet as at 31 March 2024
(Amount in GBP, unless otherwise stated)

Particulars	Notes	As at 31 March 2024 ('000)	As at 31 March 2023 ('000)
<u>ASSETS</u>			
Current assets			
Financial assets			
Cash and cash equivalents	4	-	1,374
Unbilled Revenue	5	-	58
Other current assets	6	-	271
Financial assets			
Loans		1,560	-
Others		55	-
Total current assets		1,615	1,703
TOTAL ASSETS		1,615	1,703
<u>EQUITY AND LIABILITIES</u>			
Equity			
Equity share capital	7	707	707
Other equity	8	908	896
Total equity		1,615	1,603
Current liabilities			
Financial liabilities			
Trade payables	9	-	42
Other current liabilities	10	-	58
Total current liabilities		-	100
TOTAL LIABILITIES		-	100
TOTAL EQUITY AND LIABILITIES		1,615	1,703

Refer note 2(i) of accounting policies

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

As per our report of even date attached
For **D Prasanna & Company**
Chartered Accountants
Firm's Registration No.: 009619S

For and on behalf of the Board
Wipro UK Limited

sd/-
D. Prasanna Kumar
Proprietor
Membership No.: 211367
Place : Bengaluru
Date - 24-May-2024

sd/-
Omkar Bhalchandra Nisal
Director

sd/-
Sushil Agrawal
Director

Date - 24-May-2024

Wipro UK Limited
Statement of Profit and loss for the year ended 31 March 2024
(Amount in GBP, unless otherwise stated)

Particulars	Note	Year ended 31 March 2024 ('000)	Year ended 31 March 2023 ('000)
INCOME			
Other income	11	-	152
Total income		-	152
EXPENSES			
Other expenses	12	(10)	128
Total expenses		(10)	128
Profit/(loss) before tax		10	24
Tax expenses			
Current tax			-
Adjustment in respect of prior periods	14	(2)	
Deferred tax		-	-
Total tax expenses		(2)	-
Profit/(loss) for the year		12	24
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Total other comprehensive income / (loss) for the year, net of taxes		12	24
Total comprehensive income for the year			
Earnings per share			
Basic and diluted	13	0.02	0.03
Face value per equity share		1	1

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

As per our report of even date attached

For D Prasanna & Company

Chartered Accountants

Firm's Registration No.: 009619S

sd/-

D. Prasanna Kumar

Proprietor

Membership No.: 211367

Place : Bengaluru

Date - 24-May-2024

For and on behalf of the Board

Wipro UK Limited

sd/-

Omkar Bhalchandra Nisal

Director

Date - 24-May-2024

sd/-

Sushil Agrawal

Director

Wipro UK Limited

Statement of Cash Flow for the year ended 31 March 2024

(Amount in GBP, unless otherwise stated)

	Year ended 31 March 2024 (‘000)	Year ended 31 March 2023 (‘000)
A. Cash flow from operating activities		
Profit before tax	10	24
<u>Adjustments for:</u>		
Tax Adjustment in respect of prior periods	2	
Depreciation and amortisation expenses	-	-
Operating profit/(loss) before working capital changes	12	24
Movements in working capital:		
Trade receivable	-	2,041
Unbilled Revenue	58	(58)
Other current assets	271	(270)
Trade payable	(42)	(594)
Financial assets	(55)	-
Other current liabilities	(58)	27
Cash generated in operations	174	1,146
Direct tax paid	-	-
Net cash from operating activities	186	1,170
B. Cash flows from investing activities		
Loans given during the year	(1,560)	
Net cash (used in) from investing activities	(1,560)	-
C. Cash flow from financing activities		
Repayments of borrowings		
Net cash generated from/(used in) financing activities	-	-
Net increase in cash and cash equivalents (A+B+C)	(1,374)	1,170
Cash and cash equivalents at the beginning of the year	1,374	204
Cash and cash equivalents at the end of the year	-	1,374
Components of cash and cash equivalents		
Balance with banks in current accounts	-	1,374
	-	1,374

The accompanying notes form an integral part of these special purpose financial statements.

As per our report of even date attached

For D Prasanna & Company

Chartered Accountants

Firm’s Registration No.: 009619S

sd/-

D. Prasanna Kumar

Proprietor

Membership No.: 211367

Place : Bengaluru

Date - 24-May-2024

For and on behalf of the Board

Wipro UK Limited

sd/-

Omkar Bhalchandra Nisal

Director

Date - 24-May-2024

sd/-

Sushil Agrawal

Director

Wipro UK Limited
Statement of Changes in Equity for the year ended 31 March 2024
(Amount in GBP, unless otherwise stated)

A. Equity share capital

	Amount ('000)
As at 1 April 2021	707
Changes in equity share capital	-
As at 31 March 2022	707
Changes in equity share capital	-
As at 31 March 2023	707
Changes in equity share capital	-
As at 31 March 2024	707

Other equity

	As at 31 March 2024 ('000)	As at 31 March 2023 ('000)
a) Statement of profit and loss account		
Balance at the beginning of the year	(5,703)	(5,727)
Add: Net profit/(loss) for the year	12	24
Balance at the end of the year	(5,691)	(5,703)
b) Reserves	6,575	6,575
c) Securities premium	24	24
	908	896

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

As per our report of even date attached
For D Prasanna & Company
Chartered Accountants
Firm's Registration No.: 009619S

For and on behalf of the Board
Wipro UK Limited

sd/-
D. Prasanna Kumar
Proprietor
Membership No.: 211367
Place : Bengaluru
Date - 24-May-2024

sd/-
Omkar Bhalchandra Nisal
Director

sd/-
Sushil Agrawal
Director

Date - 24-May-2024

Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March, 2024

(All amounts in GBP except otherwise stated)

1 The Company overview

WIPRO UK Limited is a private company limited by shares incorporated in England and Wales. The registered office is 6th Floor, 9 Appold Street, London, United Kingdom, EC2A 2AP. Wipro UK Limited is the subsidiary of Wipro Financial Outsourcing Services Limited

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

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.

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

i. 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 financial statements.

ii. Amendments to Ind AS 1 – Presentation of Financial Statements

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. This amendment requires the companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general-purpose financial statements. The adoption of these amendments to Ind AS 1 did not have any material impact on the financial statements.

iii. Amendments to Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help companies distinguish changes in accounting policies from changes in accounting estimates. The adoption of these amendments to Ind AS 8 did not have any material impact on the 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.

Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March, 2024

(All amounts in GBP except otherwise stated)

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

The 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.

(ii) 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 recognised as the present value of defined benefit obligation less fair value of plan assets.

(iii) 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 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:

- 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, recognised 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 United Kingdom. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March, 2024

(All amounts in GBP except otherwise stated)

- 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 realisable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.
The deferred tax balance as of 31st March'20 is part of the net assets acquired on acquisition of the entity and the same is under assessment during the measurement period as per IND AS 103.
- 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.
- f Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term is included in the lease term, if it is reasonably certain that the lessee would exercise the option. The Company reassesses the option when significant events or changes in circumstances occur that are within the control of the lessee.
- g Please refer Note No 18 for impact of Covid'19 on company's operations

3 Material accounting policies

(i) Functional and presentation currency

These financial statements are presented in GBP, 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 recognised 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:

Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March, 2024

(All amounts in GBP except otherwise stated)

- 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 derecognised 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 derecognised 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 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.

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 recognised at fair value and subsequently measured at amortised 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 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.

(iv) Equity

a) Share capital and share premium

The authorised share capital of the Company as of March 31, 2024 GBP 706,725 divided into 706,725 equity shares of GBP 1 each. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as share premium.

b) Retained earnings

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

c) Dividend

A final dividend, including tax thereon, on 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

Wipro UK Limited**Notes forming part of the Financial Statements for the year ended 31st March, 2024**

(All amounts in GBP except otherwise stated)

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 capitalised 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 amortised over the shorter of estimated useful life of the asset or the related lease term. Term licenses are amortised 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 capitalised 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) 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, 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 recognised 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 recognised 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.

(vii) Revenue

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

a) Services

The Company recognises 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 recognised as the related services are rendered.

B Fixed-price contracts

Revenues from fixed-price contracts, including systems development and integration contracts are recognised 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 recognised 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 recognised 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 recognised. 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 recognised 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 recognised 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 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.

b) Products

Revenue from products are recognised 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. Applying the practical expedient, the Company has not disclosed its right to consideration from customer in an amount that corresponds directly with the value to the customer of the Company's performance completed to date which are, contracts invoiced on time and material basis and volume based.

(viii) Finance cost

Wipro UK Limited**Notes forming part of the Financial Statements for the year ended 31st March, 2024**

(All amounts in GBP except otherwise stated)

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 recognised in the statement of profit and loss using the effective interest method.

(ix) Other income

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

(x) 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 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 recognised amounts and where it intends either to settle on a net basis, or to realise the asset and liability simultaneously.

(xi) 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.

(xii) 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

Wipro UK Limited
Notes forming part of the Financial Statements for the year ended 31st March 2024
 (All amounts in GBP except otherwise stated)

4 Cash and cash equivalents

	As at	As at
	31 March 2024	31 March 2023
	('000)	('000)
Balances with bank in current accounts	-	1,373
	-	1,373

5 Unbilled Revenue

	As at	As at
	31 March 2024	31 March 2023
	('000)	('000)
Unbilled Revenue	-	58
	-	58

6 Current assets

	As at	As at
	31 March 2024	31 March 2023
	('000)	('000)
Others	-	271
	-	271

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Wipro UK Limited
Notes forming part of the Financial Statements for the year ended 31st March 2024
(All amounts in GBP except otherwise stated)

7 Share capital

	As at 31 March 2024 ('000)	As at 31 March 2023 ('000)
Authorised capital		
706,725 (31 March 2023: 706,725) equity shares of GBP 1 each	707	707
	707	707
Issued, subscribed and paid up capital		
706,725 (31 March 2023: 706,725) equity shares of GBP 1 each fully paid up	707	707
	707	707

a) Reconciliation of shares outstanding at the beginning and at the end of the reporting year

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
Balance at the beginning of the year	706,725	706,725	706,725	706,725
Add :Issued during the year.	-	-	-	-
Balance at the end of the year	706,725	706,725	706,725	706,725

b) Details of shareholders holding more than 5% shares in the Company

	As at 31 March 2024		As at 31 March 2023	
	Percentage of shareholding	Number of shares	Percentage of shareholding	Number of shares
Equity shares of GBP 1 each fully paid-up				
Wipro Financial Outsourcing Services Limited	100%	706,725	100%	706,725

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Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March 2024

(All amounts in GBP except otherwise stated)

	As at 31 March 2024 (‘000)	As at 31 March 2023 (‘000)
8 Other equity		
a) Statement of profit and loss account		
Balance at the beginning of the year	(5,703)	(5,727)
Add: Net profit/(loss) for the year	12	24
	(5,691)	(5,703)
Balance at the end of the year		
b) Reserves	6,575	6,575
c) Securities premium	24	24
Total (a+b)	908	896

Nature and purpose of reserves:

Securities premium: The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium

Retained earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

9 Trade payables

	As at 31 March 2024 (‘000)	As at 31 March 2023 (‘000)
Related parties (refer note 18 related party note)	-	-
Others	-	42
Total	-	42

10 Other liabilities

	As at 31 March 2024 (‘000)	As at 31 March 2023 (‘000)
Unearned revenue	-	58
Others	-	-
Total	-	58.00

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Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March 2024

(All amounts in GBP except otherwise stated)

	Year ended 31 March 2024 ('000)	Year ended 31 March 2023 ('000)
11 Other income		
Interest income	-	79
Foreign exchange gain	-	6
Others	-	67
	-	152
12 Other expenses		
Legal and professional expenses	(5)	51
Foreign exchange loss	2	-
Miscellaneous expenses	(7)	77
	(10)	128
13 Earnings per share (EPS)		
	Year ended 31 March 2024	Year ended 31 March 2023
Net profit/(loss) for the year	12,446	24,093
Weighted average number of shares	706,725	706,725
Earnings per share - Basic and diluted	0.02	0.03
Nominal value - per equity share	1	1
14 Income tax		
	Year ended 31 March 2024 ('000)	Year ended 31 March 2023 ('000)
Income tax expense		
Domestic		
Current taxes	-	-
Adjustment in respect of prior periods	(2)	-
Deferred taxes	-	-
Total income taxes	(2)	-
Profit before tax	10	24
Enacted income tax rate	25%	19%
Computed expected tax expense	3	5
Effect of:		
Absorbtion of Loss	(3)	(5)
Changes in unrecognised deferred tax asset	-	-
Adjustment in respect of prior periods	(2)	-
Total income taxes expenses	(2)	-

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Wipro UK Limited
Notes forming part of the Financial Statements for the year ended 31st March 2024

(All amounts in GBP except otherwise stated)

15 A. Names of related parties and nature of relationship

Nature of relationship	Name of the related party
Ultimate Holding Company	Wipro Limited
Holding Company	Wipro Financial Outsourcing Services Limited

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

B Name of the Company	Relationship*	As on 31 March 2024 ('000)	As on 31 March 2023 ('000)
Loans receivable:			
Wipro Financial Outsourcing Services Limited	Holding Company	1,560	-

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Wipro UK Limited
Notes forming part of the Financial Statements for the year ended 31st March 2024
(All amounts in GBP except otherwise stated)

16 Financial instruments measurement and disclosure

Financial instruments by category

The carrying value and fair value of financial instruments by categories as at 31 March, 2024 were as follows :

Particulars	As at 31 March 2024('000)				As at 31 March 2023('000)			
	FVTOCI	FVTPL	Amortised cost	Total	FVTOCI	FVTPL	Amortised cost	Total
Financial assets:								
Trade receivables	-	-	-	-	-	-	-	-
Cash and cash equivalents	-	-	-	-	-	-	1,374	1,374
Total	-	-	-	-	-	-	1,374	1,374
Financial liabilities:								
Trade payables	-	-	-	-	-	-	42	42
Total	-	-	-	-	-	-	42	42

17 Notes to financial instruments

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, 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.

18 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.

Wipro UK Limited
Notes forming part of the Financial Statements for the year ended 31st March 2024
 (All amounts in GBP except otherwise stated)

19 Financial risk management

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.

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.

Interest rate risk

The Company has no borrowings as at 31 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.

Wipro UK Limited

Notes forming part of the Financial Statements for the year ended 31st March 2024

(All amounts in GBP thousand except otherwise stated)

20 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 D Prasanna & Company

Chartered Accountants

Firm's Registration No.: 009619S

For and on behalf of the Board

Wipro UK Limited

sd/-

D. Prasanna Kumar

Proprietor

Membership No.: 211367

Place : Bengaluru

Date - 24-May-2024

sd/-

Omkar Bhalchandra Nisal

Director

Date - 24-May-2024

sd/-

Sushil Agrawal

Director