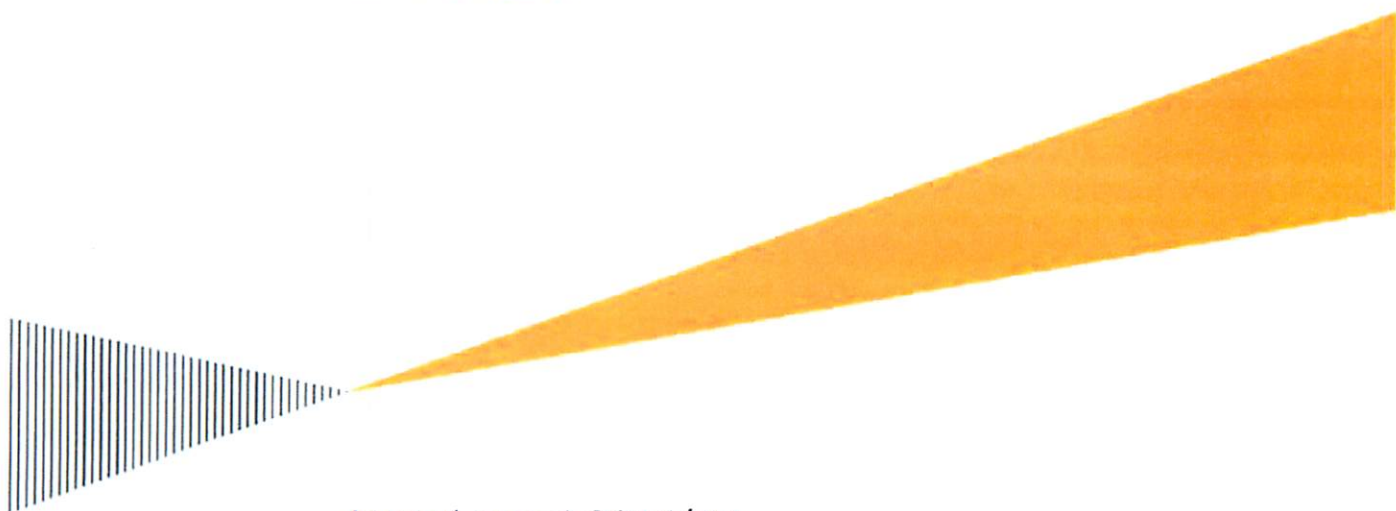


# Wipro Digital ApS

Bygmestervej 61, DK-2400 København NV

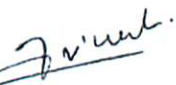
CVR no. 36 95 28 06



## Annual report 2016/17

Approved at the Company's annual general meeting on 15 June 2017

Chairman:

  
.....



Building a better  
working world



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### Statement by the Executive Board

Today, the Executive Board have discussed and approved the annual report of Wipro Digital ApS for the financial year 1 April 2016 - 31 March 2017

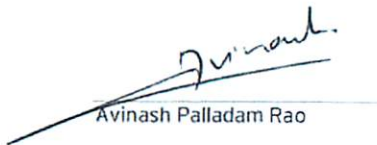
The annual report has been prepared in accordance with the Danish Financial Statements Act.

In my opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 March 2017 and of the results of the Group's and the Parent Company's operations for the financial year 1 April 2016 - 31 March 2017.

Further, in my opinion, the Management's review gives a fair review of the development in the Group's and the Parent Company's operations and financial matters and the results of the Group's and the Parent Company's operations and financial position.

I recommend that the annual report be approved at the annual general meeting.

København, 15 June 2017  
Executive Board:

A handwritten signature in black ink, appearing to read 'Avinash', is written over a horizontal blue line. Below the line, the name 'Avinash Palladam Rao' is printed in a black, sans-serif font.

Avinash Palladam Rao

## Independent auditors' report

To the shareholder of Wipro Digital ApS

### Opinion

We have audited the consolidated financial statements and the parent company financial statements of Wipro Digital ApS for the financial year 1 April 2016 - 31 March 2017, which comprise an income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for both the Group and the Parent Company. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 March 2017 and of the results of the Group's and the Parent Company's operations for the financial year 1 April 2016 - 31 March 2017 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management's responsibilities for the consolidated financial statements and the parent company financial statements

Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent company financial statements, Management is responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the consolidated financial statements and the parent company financial statements unless Management either intends to liquidate the Group or the Parent Company or to cease operations, or has no realistic alternative but to do so.

### Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent company financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark 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 consolidated financial statements and parent company financial statements.

## Independent auditor's report

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the consolidated financial statements and the parent company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Parent Company's internal control.
- ▶ 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 in preparing the consolidated financial statements and the parent company financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Parent 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 consolidated financial statements and the parent company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Parent Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- ▶ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

### Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the consolidated financial statements and the parent company financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent company financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the consolidated financial statements or the parent company financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

### Independent auditor's report

Based on our procedures, we conclude that the Management's review is in accordance with the consolidated financial statements and the parent company financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Aarhus, 15 June 2017  
ERNST & YOUNG  
Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

A handwritten signature in blue ink, appearing to read 'Claus Hammer-Pedersen', written over a faint grid background.

Claus Hammer-Pedersen  
State Authorised  
Public Accountant



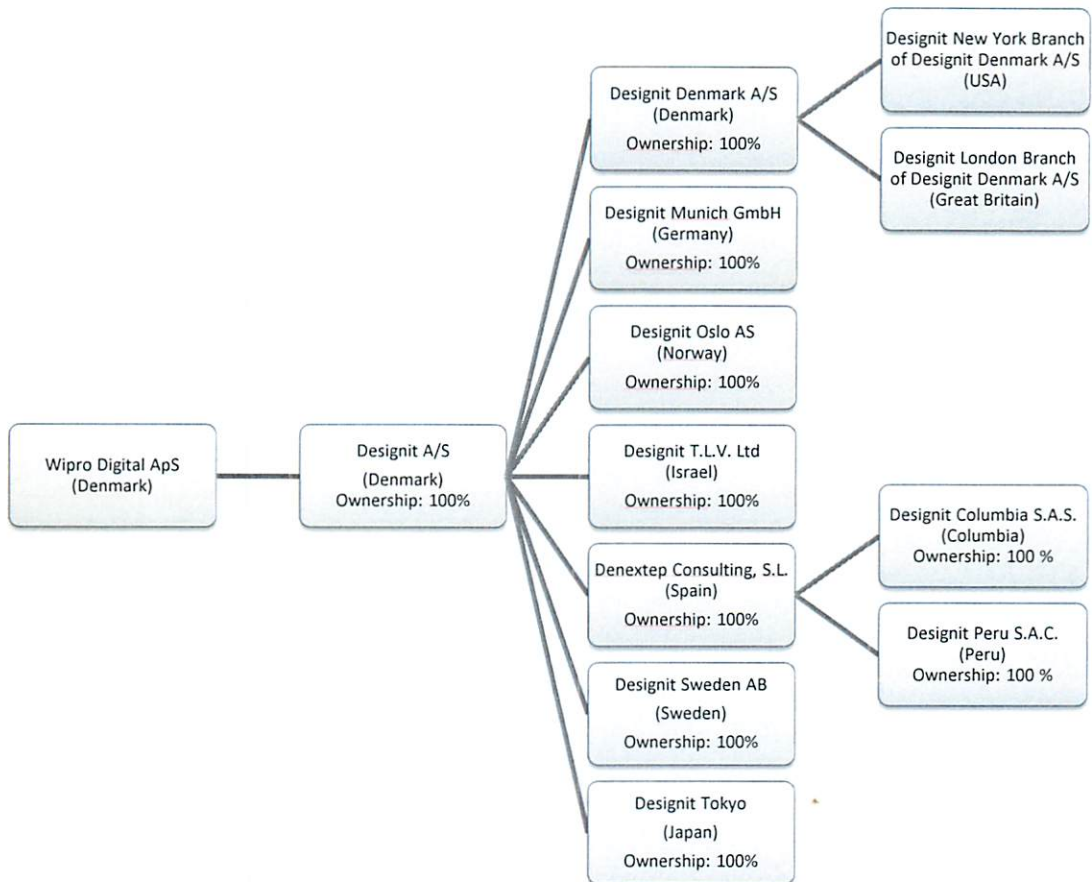
## Management's review

### Company details

Name	Wipro Digital ApS
Address, zip code, city	Bygmestervej 61, DK-2400 København NV
CVR no.	36 95 28 06
Established	29 June 2015
Registered office	København (Copenhagen)
Financial year	1 April 2016 - 31 March 2017
Executive Board	Avinash Palladam Rao
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Værkmestergade 25, DK-8000 Aarhus C

## Management's review

### Group chart





## Management's review

### Financial highlights for the Group

DKK'000	2016/17	2015/16
<b>Key figures</b>		
Revenue	317,393	168,305
Gross profit	217,215	128,942
Ordinary operating profit	-145,121	-44,861
Net financial income and expense	-11,225	-6,416
Loss for the year	-156,330	-44,633
<b>Total assets</b>		
Portion relating to investment in property, plant and equipment	491,391	655,657
Equity	16,874	8,625
	-19,444	126,442
<b>Financial ratios</b>		
Solvency ratio	-3,96	19,28
Return on equity	-34,22	-141,65
<b>Average number of full-time employees</b>		
	503	434

Financial ratios are calculated in accordance with the Danish Finance Society's guidelines on the calculation of financial ratios, "Recommendations and Financial Ratios 2015".

The financial ratios stated under "Financial highlights" have been calculated as follows:

Solvency ratio

$$\frac{\text{Equity at end of the year} \times 100}{\text{Equity and liabilities}}$$

Return on equity

$$\frac{\text{Loss for the year} \times 100}{\text{Average equity}}$$

## Management's review

### Operating review

#### Principal activities of the Group

The Wipro Digital ApS Group helps ambitious companies make innovation happen. Our inter disciplinary teams work with our clients creating compelling products, services and experiences driving customer engagement and realising business growth.

#### Development in activities and financial matters

##### *Profit/loss for the year*

Last year the Wipro Digital ApS Group invested in several new markets. The reported loss is impacted by the continued investment in our new offices. Furthermore, the reported loss is effected by a write down of the goodwill from the acquisition of the Designit Group based on the management expectations to the future performance of the companies in the Group.

We deem the financial result disappointing, but remain determined to back up our investment in our new markets going forward.

As a result of the above mentioned matters the company has seen a reduction in equity over in the period. It is managements understanding that Wirpo Ltd. remain committed to provide the cash needed to support further investments in new markets. We do therefore not see any issues with providing working capital so support continued operation of the company.

#### Outlook

The services offered by the Wipro Digital ApS Group are in high demand in all markets. Based on this demand, the Wipro Digital ApS Group expects continued growth and improved profitability from its future operations.

It is our expectation that we, in financial year 2017/18, will start to see a positive outcome from our investments in new markets.

#### Risks

##### *General risks*

The Wipro Digital ApS Group's main operational risks relate to the ability to consistently deliver high quality work to all customers in order to be consistent with the values that the Wipro Digital ApS Group uses to position itself in the market. Furthermore, it is important for the Wipro Digital ApS Group to stay ahead of the trends and tendencies in design and interactive solutions.

##### *Currency risks*

Earnings, cash flows and equity are exposed to fluctuations in exchange and interest rates due to the Company's activities and trade with foreign countries. The risk associated with this is estimated to be minimal, as most transactions are carried out in Euro. Separate measures are taken to cover any significant positions in currencies outside the Euro zone.

Currency adjustments of investments in subsidiaries and associated companies that are separate entities are recognised directly in equity. Currency risks related to these are not hedged, as it is our view that hedging of such long-term investments would not be desirable from an overall risk and cost perspective.

##### *Interest rate risks*

Net interest-bearing debt does not constitute a significant amount. Moderate changes in interest rates will therefore not have any significant effect on earnings. There is, therefore, no hedge against interest rate risks.

## Management's review

### Operating review

#### Intellectual capital

In order to be able to provide the right solutions to its customers, it is essential for the Wipro Digital ApS Group to recruit and retain highly skilled and talented employees. The Wipro Digital ApS Group's HR practices have been developed to support management in attracting, developing and retaining the employees needed to ensure access to both the latest knowledge and quick adaptability of the organisation.

#### Environmental considerations

The Wipro Digital ApS Group's activities are based on environmentally sound operations. We believe that the Wipro Digital ApS Group's activities do not result in any significant environmental impact.

#### Research and development activities

The Wipro Digital ApS Group does not do independent research. We are, however, constantly developing and improving new and existing practices.

#### Corporate Social Responsibility

Wipro Digital ApS is a part of the Wipro Limited group. On their website The Wipro Limited Group have disclosed a sustainability report prepared in accordance with the principles in Global Reporting Initiative.

The sustainability for Wipro Limited Group is available at the following address  
<http://www.wipro.com/about-Wipro/sustainability/sustainability-disclosures/>

With reference to Danish Financial Statement Act section 99a (7) the Wipro Digital ApS Group have not prepared a sustainability report.

#### Gender composition of top management

The Wipro Digital ApS have no board of directors.

The top management of the Wipro Digital ApS group consists of 1 person. The group have no official policy for the gender composition of the top management. When there is a change in top management, the Wipro Digital Group always evaluates the competencies of the applicants regardless of gender.

#### Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Income statement

Note	DKK	Consolidated		Parent company	
		2016/17 (12 months)	2015/16 (9 months)	2016/17 (12 months)	2015/16 (9 months)
3	Revenue	317,392,454	168,304,638	0	0
4	Other external cost	-100,177,621	-39,362,655	-415,863	0
	<b>Gross profit</b>	<b>217,214,833</b>	<b>128,941,983</b>	<b>-415,863</b>	<b>0</b>
5	Staff costs	-250,555,569	-129,724,131	0	0
9,10	Depreciation and impairment losses	-111,780,042	-44,078,389	0	0
	<b>Ordinary operating loss</b>	<b>-145,120,778</b>	<b>-44,860,537</b>	<b>-415,863</b>	<b>0</b>
	Share of profit/loss in subsidiaries				
11	after tax	0	0	-145,016,680	-38,589,353
6	Financial income	3,199,767	1,454,949	0	0
7	Financial expenses	-14,424,766	-7,871,190	-11,029,919	-6,043,177
	<b>Loss before tax</b>	<b>-156,345,777</b>	<b>-51,276,778</b>	<b>-156,462,462</b>	<b>-44,632,530</b>
8	Tax on loss	15,529	6,644,248	132,214	0
	<b>Loss for the year</b>	<b>-156,330,248</b>	<b>-44,632,530</b>	<b>-156,330,248</b>	<b>-44,632,530</b>

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Balance sheet

Note	DKK	Consolidated		Parent company	
		2016/17	2015/16	2016/17	2015/16
		<b>ASSETS</b>			
		<b>Non-current assets</b>			
9	<b>Intangible assets</b>				
	Development projects	0	334,934	0	0
	Other intangible assets	123,563,200	132,955,912	0	0
	Goodwill	195,913,847	413,718,944	0	0
		<u>319,477,047</u>	<u>547,009,790</u>	<u>0</u>	<u>0</u>
10	<b>Property, plant and equipment</b>				
	Leasehold improvements	9,239,733	3,191,611	0	0
	Fixtures and fittings, other plant and equipment	7,634,209	5,433,213	0	0
		<u>16,873,942</u>	<u>8,624,824</u>	<u>0</u>	<u>0</u>
	<b>Investments</b>				
11	Investments in subsidiaries	0	0	331,704,996	594,540,950
	Other receivables	3,587,431	2,192,846	0	0
		<u>3,587,431</u>	<u>2,192,846</u>	<u>331,704,996</u>	<u>594,540,950</u>
	<b>Total non-current assets</b>	<u>339,938,420</u>	<u>557,827,460</u>	<u>331,704,996</u>	<u>594,540,950</u>
	<b>Receivables</b>				
	Trade receivables	67,422,655	50,988,548	0	0
12	Work in progress for third parties	19,046,698	13,585,305	0	0
	Receivables from affiliated companies	27,600,000	0	0	872,899
	Other receivables	823,585	1,706,824	0	0
	Prepayments	1,175,002	1,370,817	0	0
14	Deferred tax asset	13,353,034	7,071,592	0	0
		<u>129,420,974</u>	<u>74,723,086</u>	<u>0</u>	<u>872,899</u>
	<b>Cash at bank and in hand</b>	<u>22,031,666</u>	<u>23,106,412</u>	<u>1,237,595</u>	<u>2,850,459</u>
	<b>Total current assets</b>	<u>151,452,640</u>	<u>97,829,498</u>	<u>1,237,595</u>	<u>3,723,358</u>
	<b>TOTAL ASSETS</b>	<u>491,391,060</u>	<u>655,656,958</u>	<u>332,942,591</u>	<u>598,264,308</u>

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Balance sheet

Note	DKK	Consolidated		Parent company	
		2016/17	2015/16	2016/17	2015/16
		<b>EQUITY AND LIABILITIES</b>			
		<b>Equity</b>			
13	Share capital	52,000	51,000	52,000	51,000
	Retained earnings	-19,496,062	126,391,470	-19,496,062	126,391,470
	<b>Total equity</b>	<b>-19,444,062</b>	<b>126,442,470</b>	<b>-19,444,062</b>	<b>126,442,470</b>
	<b>Provisions</b>				
14	Deferred tax liability	143,213	189,732	0	0
	<b>Total provisions</b>	<b>143,213</b>	<b>189,732</b>	<b>0</b>	<b>0</b>
	<b>Liabilities other than provisions</b>				
	<b>Current liabilities</b>				
	Accounts payable to banks	839,363	90,848	0	0
12	Prepayments from customers	2,985,745	2,829,572	0	0
	Trade payables	10,249,576	6,693,319	0	2,396
	Payables to affiliated companies	402,473,075	305,550,609	317,285,911	309,047,748
	Corporation tax	998,121	1,224,267	0	0
	Other payables	92,876,862	212,370,420	35,100,742	162,771,694
15	Deferred income	269,167	265,721	0	0
	<b>Total liabilities other than provisions</b>	<b>510,691,909</b>	<b>529,024,756</b>	<b>352,386,653</b>	<b>471,821,838</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>491,391,060</b>	<b>655,656,958</b>	<b>332,942,591</b>	<b>598,264,308</b>
1	Accounting policies				
2	Matters regarding the annual report				
16	Contractual obligations and contingencies, etc.				
17	Related party disclosures				

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Statement of changes in equity

		Consolidated		
Note	DKK	Share capital	Retained earnings	Total
	Equity at 1 April 2016	51,000	126,391,470	126,442,470
	Capital increase	1,000	9,584,821	9,585,821
18	Transferred, see profit appropriation	0	-156,330,248	-156,330,248
	Foreign currency translation adjustments, foreign subsidiaries	0	857,895	857,895
	<b>Equity at 31 March 2017</b>	<b>52,000</b>	<b>-19,496,062</b>	<b>-19,444,062</b>

		Parent company		
Note	DKK	Share capital	Retained earnings	Total
	Equity at 1 April 2016	51,000	126,391,470	126,442,470
	Capital increase	1,000	9,584,821	9,585,821
18	Transferred, see profit appropriation	0	-156,330,248	-156,330,248
	Foreign currency translation adjustments, foreign subsidiaries	0	857,895	857,895
	<b>Equity at 31 March 2017</b>	<b>52,000</b>	<b>-19,496,062</b>	<b>-19,444,062</b>

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Wipro Digital ApS for 2016/17 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to large reporting class C large sized entities.

Effective 1 April 2016, the Company has adopted act no. 738 of 1 June 2015. This implies changes in the recognition and measurement of property, plant and equipment. In future, residual values of property, plant and equipment are subject to annual reassessment. The Company has no significant residual values relating to property, plant and equipment. Consequently, the change is made in accordance with section 4 of the executive order on transitional provisions<sup>1</sup> with future effect only as a change in accounting estimates with no impact on equity.

None of the above changes impacts on the income statement or the balance sheet for 2016/17 or the comparative figures.

#### Consolidated financial statements

The consolidated financial statements comprise the parent company, Wipro Digital ApS, and subsidiaries in which Wipro Digital ApS directly or indirectly holds more than 50% of the voting rights or which it, in some other way, controls.

On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains and losses on intra-group transactions are eliminated.

Investments in subsidiaries are set off against the proportionate share of the subsidiaries' fair value of net assets or liabilities at the acquisition date.

#### Business combinations

Enterprises acquired or formed during the year are recognised in the consolidated financial statements from the date of acquisition or formation. Enterprises disposed of are recognised in the consolidated income statement until the date of disposal.

Gains or losses on disposal of subsidiaries and associates are stated as the difference between the sales amount and the carrying amount of net assets at the date of disposal plus non-amortised goodwill and anticipated disposal costs.

Acquisitions of enterprises are accounted for using the acquisition method, according to which the identifiable assets and liabilities acquired are measured at their fair values at the date of acquisition. Provision is made for costs related to adopted and announced plans to restructure the acquired enterprise in connection with the acquisition. The tax effect of the restatement of assets and liabilities is taken into account.

Any excess of the cost over the fair value of the identifiable assets and liabilities acquired (goodwill), including restructuring provisions, is recognised as intangible assets and amortised on a systematic basis in the income statement based on an individual assessment of the useful life of the asset, not exceeding 10 years. Any excess of the fair values of the identifiable assets and liabilities acquired over the cost of the acquisition (negative goodwill), representing an anticipated adverse development in the acquired enterprises, is recognised in the balance sheet as deferred income and recognised in the income statement as the adverse development is realised. Negative goodwill not related to any anticipated adverse development is recognised in the balance sheet at an amount corresponding to the fair value of non-monetary assets. The amount is subsequently recognised in the income statement over the average useful lives of the non-monetary assets.

<sup>1</sup> The executive order on transitional provisions based in connection with application of certain provisions in the Danish Financial Statements Act, as amended by act no. 738 of 1 June 2015 regarding amendments to the Danish Financial Statements Act and a number of other acts.



## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

Goodwill and negative goodwill from acquired enterprises can be adjusted until the end of the year following the year of acquisition.

#### Intra-group business combinations

In connection with business combinations such as acquisition and disposal of equity investments, mergers, demergers, addition of assets and exchange of shares, etc., involving enterprises controlled by the parent company, the uniting-of-interests method is used. Differences between the agreed consideration and the carrying amount of the acquired enterprise are recognised in equity.

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Foreign subsidiaries and associates are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening equity of foreign subsidiaries at the exchange rates at the balance sheet date and on translation of the income statements from average exchange rates to the exchange rates at the balance sheet date are recognised directly in equity.

Foreign exchange adjustments of intra-group balances with independent foreign subsidiaries which are considered part of the investment in the subsidiary are recognised directly in equity. Foreign exchange gains and losses on loans and derivative financial instruments designated as hedges of foreign subsidiaries are also recognised directly in equity.

### Income statement

#### Revenue

When entering into sales contracts that consist of several separate components, the contract amount is allocated by the individual components based on the relative fair value approach. The separate components are recognised as revenue when the criteria applicable to sale of goods, services or construction contracts have been met.

A contract is allocated by individual components when the fair value of these individual components can be reliably measured and when each component represents a separate value to the buyer. Sales components are deemed to represent a separate value to the buyer when the component is individually identifiable and is normally sold separately.

Revenue is measured at the fair value of the agreed consideration ex. VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

##### *Revenue from sale of services*

Revenue from the rendering of services comprising service contracts are recognised on a straight-line basis as the services are rendered.

##### *Revenue from work in progress for third parties*

Work in progress for third parties is recognised as revenue by reference to the stage of completion. Accordingly, revenue corresponds to the selling price of work performed during the year (the percentage of completion method). When income from work in progress cannot be estimated reliably, revenue is recognised only corresponding to the costs incurred to the extent that it is probable that they will be recovered.

The stage of completion is determined by reference to the proportion of costs incurred to the latest cost estimate.

##### **Other external costs**

Other external costs comprise cost of external labour, costs of sale, advertising, administration, premises, bad debt losses, operating leases, etc.

##### **Profits/losses from investments in subsidiaries and associates**

The proportionate share of the results after tax of the individual subsidiaries is recognised in the income statement of the parent company after full elimination of intra-group profits/losses.

The proportionate share of the results after tax of the associates is recognised in both the consolidated income statement and the parent company income statement after elimination of the proportionate share of intra-group profits/losses.

##### **Financial income and expenses**

Financial income and expenses comprise interest income and expense, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

##### **Extraordinary income and expenses**

Extraordinary income and expenses comprise income and expenses arising from events or transactions that are clearly distinct from the ordinary activities, are not within the control of the Company, and are not expected to recur frequently or regularly.

##### **Tax on profit/loss for the year**

Tax for the year comprises current tax for the year and changes in deferred tax. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity. The tax expense recognised in the income statement relating to the extraordinary profit/loss for the year is allocated to this item whereas the remaining tax expense is allocated to the profit/loss for the year from ordinary activities

The Company is jointly taxed with its parent company. The current Danish corporation tax is allocated between the jointly taxed Danish companies in proportion to their taxable income. The jointly taxed companies are taxed under the on-account scheme.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

##### Balance sheet

##### Intangible assets

###### *Goodwill*

Goodwill is amortised over its estimated useful life determined on the basis of Management's experience of the specific business areas. Goodwill is amortised on a straight-line basis over a maximum amortisation period of 10 years, longest for strategically acquired enterprises with strong market positions and long-term earnings profiles.

###### *Development projects and other intangible assets*

Development projects and other intangible assets are measured at cost less accumulated amortisation and impairment losses. Other intangible assets are amortised over the expected lifetime of the assets.

Gains and losses on the disposal of assets are determined as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains or losses are recognised in the income statement as other operating income or other operating costs, respectively.

###### *Leasehold improvements, plant and equipment*

Leasehold improvements and fixtures and fittings, other plant and equipment are measured at cost less accumulated depreciation and impairment losses. The basis of depreciation is cost less any residual value after the end of the useful life. Land is not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages and salaries.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight-line basis over the expected useful life. The expected useful lives are as follows:

Leasehold improvements	3-5 years
Fixtures and fittings, tools and equipment	3-5 years

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains or losses are recognised in the income statement as other operating income or other operating costs, respectively.

###### *Investments in subsidiaries and associates*

Investments in subsidiaries and associates are measured under the equity method.

Investments in subsidiaries and associates are measured at the proportionate share of the enterprises' net asset values calculated in accordance with the Group's accounting policies minus or plus unrealised intra-group profits and losses and plus or minus any residual value of positive or negative goodwill determined in accordance with the acquisition method.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

Investments in subsidiaries and associates with negative net asset values are measured at DKK 0 (nil), and any amounts owed by such enterprises are written down if the amount owed is irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the amount owed, the remaining amount is recognised under provisions.

Net revaluation of investments in subsidiaries and associates is recognised in the reserve for net revaluation in equity under the equity method to the extent that the carrying amount exceeds cost.

On acquisition of subsidiaries, the acquisition method is applied, see Consolidated financial statements above.

#### Impairment of non-current assets

The carrying amount of intangible assets and property, plant and equipment as well as investments in subsidiaries and associates is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the expected net cash flows from the use of the asset or the group of assets and expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

#### Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a receivable portfolio has been impaired. If there is an objective indication that an individual receivable has been impaired, a write-down is made based on an individual assessment.

#### Work in progress for third parties

Work in progress for third parties are measured at the selling price of the work performed less progress billings and anticipated losses. Work in progress entails a significant degree of design customisation of produced goods. Moreover, before the work is commenced, a binding agreement must have been entered into to the effect that penalties covering at least costs incurred will be enforced if the contract is subsequently terminated.

The selling price is measured by reference to the percentage of completion at the end of the reporting period and total expected income from the contract. The percentage of completion is determined on the basis of an assessment of the work performed, which is usually measured as the proportion of contract costs incurred for work performed to date relative to the total estimated contract costs.

When it is probable that the total contract costs will exceed the total contract revenue, the anticipated loss on the contract is recognised as an expense and a provision immediately.

When income and expenses on a work in progress for third parties cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred that it is probable will be recoverable.

Where the selling price of work performed exceeds progress billings on work in progress and anticipated losses, the excess is recognised under receivables. If progress billings and anticipated losses exceed the selling price of a work in progress, the deficit is recognised under liabilities.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

Prepayments from customers are recognised under liabilities.

Selling costs and costs incurred in securing contracts are recognised in profit or loss as incurred.

##### Prepayments

Prepayments comprise costs incurred concerning subsequent financial years.

##### Equity

##### *Reserve for net revaluation according to the equity method*

Net revaluation of investments in subsidiaries and associates is recognised at cost in the reserve for net revaluation according to the equity method.

The reserve may be eliminated in case of losses, realisation of investments or a change in accounting estimates.

The reserve cannot be recognised at a negative amount.

##### *Dividends*

Proposed dividends are recognised as a liability at the date when they are adopted at the annual general meeting (declaration date). The expected dividend payment for the year is disclosed as a separate item under equity.

##### Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities. Where different tax rules can be applied to determine the tax base, deferred tax is measured based on Management's planned use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction. Deferred tax assets, if any, are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. The change in deferred tax as a result of changes in tax rates is recognised in the income statement.

##### Liabilities other than provisions

Financial liabilities, comprising bank loans, trade payables and payable to group enterprises, are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost.

Other liabilities are measured at net realisable value.

##### Deferred income

Deferred income comprises payments received concerning income in subsequent years.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 1 Accounting policies

##### Cash flow statement

The Company is included in the consolidated financial statements of Wipro Limited and in accordance with section 86(4) of the Danish Financial Statements Act no cash flow statement has been prepared.

#### 2 Matters regarding the annual report

The company have a negative equity on DKK -19,444 thousand.

The management have received a confirmation from the company's owner stating that the owner will support, for the foreseeable future, Wipro Digital ApS Group's investment strategy providing the liquidity needed for this.

The management have a plan to restore the company's share capital through the ongoing operations within the next 12 months.

#### 3 Segment information

DKK	Consolidated	
	2016/17 (12 months)	2015/16 (9 months)
Denmark	77,050,095	56,474,167
Norway	57,096,167	16,455,452
Germany	40,602,802	21,756,293
Great Britain	34,471,336	0
Spain	31,822,049	36,170,537
Israel	22,137,448	15,353,260
Sweden	15,362,943	13,094,283
Colombia	14,720,405	5,183,682
Japan	8,769,431	3,816,964
USA	8,471,350	0
Peru	6,888,428	0
	<u>317,392,454</u>	<u>168,304,638</u>

The group's activities does not differentiate significant from each other. With reference to Danish Financial Statement Act section 96 (1) the company have therefore not disclosed segment information of the group's activities.

#### 4 Audit fee

DKK	Consolidated	
	2016/17 (12 months)	2015/16 (9 months)
Statutory audit	567,875	531,475
Audit-related services	7,500	0
Tax advisory services	82,069	183,000
Other services	854,667	281,550
	<u>1,512,111</u>	<u>996,025</u>

With reference to Danish Financial Statement Act section 96 (3) audit fee for the parent company is not disclosed.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 5 Staff costs

	Consolidated		Parent company	
	2016/17 (12 months)	2015/16 (9 months)	2016/17 (12 months)	2015/16 (9 months)
DKK				
Wages and salaries	224,320,446	117,256,271	0	0
Pensions	5,234,860	2,916,855	0	0
Other social security costs	21,000,263	9,551,005	0	0
	<u>250,555,569</u>	<u>129,724,131</u>	<u>0</u>	<u>0</u>
Average number of full-time employees	<u>503</u>	<u>434</u>	<u>0</u>	<u>0</u>
Number of employees at the balance sheet date	<u>504</u>	<u>407</u>	<u>0</u>	<u>0</u>

With reference to Danish Financial Statement Act section 98 B (3) remuneration to management is not disclosed.

	Consolidated		Parent company	
	2016/17 (12 months)	2015/16 (9 months)	2016/17 (12 months)	2015/16 (9 months)
DKK				
<b>6 Financial income</b>				
Interest income from affiliated companies	0	0	0	0
Capital gains on securities	0	0	0	0
Foreign exchange gains	3,189,902	1,448,062	0	0
Other interest income	9,865	6,887	0	0
	<u>3,199,767</u>	<u>1,454,949</u>	<u>0</u>	<u>0</u>
<b>7 Financial expenses</b>				
Interest expense to affiliated companies	11,043,635	6,634,944	10,636,273	6,016,983
Foreign exchange losses	2,835,385	611,348	386,659	0
Other interest expense	545,746	624,898	6,987	26,194
	<u>14,424,766</u>	<u>7,871,190</u>	<u>11,029,919</u>	<u>6,043,177</u>
<b>8 Tax on profit/loss for the year</b>				
Current tax for year	-1,883,278	-535,143	0	0
Adjustment of deferred tax	5,293,860	7,702,072	0	0
Adjustment previous years	66,851	-474,590	132,214	0
Other taxes	-3,461,904	-48,091	0	0
	<u>15,529</u>	<u>6,644,248</u>	<u>132,214</u>	<u>0</u>

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 9 Intangible assets

DKK	Consolidated			Total
	Development projects	Other intangible assets	Goodwill	
Cost at 1 April 2016	1,345,244	146,949,341	447,906,004	596,200,589
Additions	0	0	0	0
Disposals	0	0	-2,425,306	-2,425,306
Cost at 31 March 2017	1,345,244	146,949,341	445,480,698	593,775,283
Impairment losses and amortisation at 1 April 2016	1,010,311	13,993,429	34,187,060	49,190,800
Impairment loss and depreciation	334,933	9,392,712	215,379,791	225,107,436
Impairment losses and amortisation at 31 March 2017	1,345,244	23,386,141	249,566,851	274,298,236
Carrying amount at 31 March 2017	0	123,563,200	195,913,847	319,477,047

#### 10 Property, plant and equipment

DKK	Consolidated		Total
	Leasehold improvements	Fixtures and fittings, other plant and equipment	
Cost at 1 April 2016	6,602,051	23,559,205	30,161,256
Additions	8,071,072	5,494,744	13,565,816
Disposals	0	-4,203,680	-4,203,680
Cost at 31 March 2017	14,673,123	24,850,269	39,523,392
Impairment losses and depreciation at 1 April 2016	3,410,440	18,125,992	21,536,432
Depreciation	2,022,950	3,258,401	5,281,351
Disposals	0	-4,168,333	-4,168,333
Impairment losses and depreciation at 31 March 2017	5,433,390	17,216,060	22,649,450
Carrying amount at 31 March 2017	9,239,733	7,634,209	16,873,942



## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 11 Investments in subsidiaries

DKK	Parent company	
	2016/17	2015/16
Cost at 1 April 2016	633,130,276	0
Additions	0	579,170,188
Contribution	0	53,960,088
Cost at 31 March 2017	633,130,276	633,130,276
Value adjustments at 1 January	-38,589,326	0
Profit for the year	-42,468,765	-2,769,403
Amortisation and impairment of goodwill	-221,225,084	-35,819,923
Foreign exchange adjustments	857,895	0
Value adjustments at 31 March 2017	-301,425,280	-38,589,326
Carrying amount at 31 March 2017	331,704,996	594,540,950

Name	Registered office	Voting rights and ownership
Designit A/S	Copenhagen, Denmark	100%

#### 12 Work in progress for third parties

DKK	Consolidated		Parent company	
	2016/17	2015/16	2016/17	2015/16
Selling price of work performed	82,438,961	105,846,742	0	0
Progress billings / invoices received on account	-65,883,605	-95,052,709	0	0
	16,555,356	10,794,033	0	0
Recognised as follows:				
Ongoing contracts (assets - where work performed > progress billing)	19,046,698	13,585,305	0	0
Construction contracts (liabilities - where progress billing > work performed)	-2,491,342	-2,791,272	0	0
	16,555,356	10,794,033	0	0

#### 13 Share capital

The share capital consists of 500 shares of DKK 100 each. The share capital remain unchanged since the company's founding.

All shares carry the same voting rights.

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 14 Deferred tax

DKK	Consolidated		Parent company	
	2016/17	2015/16	2016/17	2015/16
Deferred tax at 1 April 2016	6,881,860	296,218	0	0
Adjustment of deferred tax	6,327,961	6,585,642	0	0
<b>Deferred tax at 31 March 2017</b>	<b>13,209,821</b>	<b>6,881,860</b>	<b>0</b>	<b>0</b>
Recognised as follows:				
Deferred tax asset	13,353,034	7,071,592	0	0
Deferred tax liability	-143,213	-189,732	0	0
	<b>13,209,821</b>	<b>6,881,860</b>	<b>0</b>	<b>0</b>

#### 15 Deferred income

Deferred income, DKK 269 thousand (2016: DKK 266 thousand), consists of various subsidies from the landlord and other miscellaneous prepayments, which may not be recognised until subsequent financial years.

#### 16 Contractual obligations and contingencies, etc.

The Parent Company is jointly taxed with its Danish subsidiary. As management company, the Company has joint and several unlimited liability, together with the subsidiary, for all Danish income taxes and withholding taxes on dividend, interest and royalties within the group of jointly taxed entities. The jointly taxed entities' total known net liability in respect of income taxes and withholding taxes payable on dividend, interest and royalties amounted to DKK 0 thousand at 31 March 2017. Any subsequent corrections of income subject to joint taxation and withholding taxes, etc. could entail an increase in the entities' tax liability. The Group as a whole is not liable vis-à-vis any third parties.

The Group's Danish entities are jointly and severally liable for joint VAT registration.

#### Operating lease obligations

The Group's companies have entered into operating leases with a remaining obligation at 31 March 2017 of DKK 30,814 thousand (2016: DKK 45,536 thousand).

## Consolidated financial statements and parent company financial statements for the period 1 April - 31 March

### Notes to the financial statements

#### 17 Related parties

Wipro Digital ApS' related parties comprise the following:

##### Parties exercising control

Wipro Holdings (UK) Limited, Devonshire House 60, Goswell Road, EC1M 7AD London, Great Britain, which holds the majority of the share capital in the entity.

Wipro Digital ApS is included in the consolidated financial statements of the ultimate parent company Wipro Limited, Sarjapur Road, Bangalore, Karnataka 560035, India. The consolidated financial statements of Wipro Limited are available at the company address.

##### Related party transactions

DKK'000	2016/17 (12 months)	2015/16 (9 months)
<b>Group</b>		
Sale of services to affiliated companies	59,773,397	961,930
Interests, affiliated companies	10,106,941	7,229,511
Payables to affiliated companies	402,473,075	305,550,609
Receivables from affiliated companies	27,600,000	0

#### 18 Appropriation of loss

DKK'000	Parent	
	2016/17 (12 months)	2015/16 (9 months)
<b>Recommended appropriation of loss</b>		
Transferred to reserves under equity	-156,330,248	-44,632,530
	<u>-156,330,248</u>	<u>-44,632,530</u>