

# Special purpose Financial Statements and Auditor's Report

Mechworks S.R.L

31 March 2020

## **INDEPENDENT AUDITORS' REPORT**

To the Board of Directors of Mechworks S.R.L

### **Report on the Audit of the Special purpose IND AS Financial Statements**

#### **Opinion**

We have audited the Special purpose IND AS financial statements of Mechworks S.R.L ("the Company"), which comprise the balance sheet as at 31 March 2020, and the statement of Profit and Loss including other comprehensive income, statement of changes in equity and statement of cash flows for the period October 2019 to March 2020, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements are prepared in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2020, and profit and other comprehensive income, changes in equity and its cash flows for the for the period October 2019 to March 2020.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the 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) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Responsibilities of the Management and Those Charged with Governance for 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## **Restriction on distribution or use**

This report is intended solely for the information of the Company's and its ultimate holding company's board of directors for their internal use and accordingly, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. 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.

**For PKF Sridhar & Santhanam LLP**

Chartered Accountants

Firm's Registration No.003990S/S200018

Sd/-

Seethalakshmi M

Partner

Membership No.208545

Place of Signature: Bangalore

Date: 29<sup>th</sup> May 2020

**Mechworks S.R.L.**  
**BALANCE SHEET AS AT MARCH 31, 2020**  
*(Amount in EUR, unless otherwise stated)*

	Notes	As at 31-Mar-20
<b><u>ASSETS</u></b>		
<b>Non-current assets</b>		
Property, plant and equipment	4	3,440
Right-of-use-assets	5	85,873
Non-current tax assets (net)		1,44,251
Other non-current assets	6	21,735
<b>Total non-current assets</b>		<b>2,55,299</b>
<b>Current assets</b>		
Financial assets		
Trade receivables	7	4,46,312
Cash and cash equivalents	8	12,67,457
Unbilled revenues		14,601
Current tax assets (net)		98,713
Other assets	6	42,304
<b>Total current assets</b>		<b>18,69,388</b>
<b>TOTAL ASSETS</b>		<b>21,24,687</b>
<b><u>EQUITY</u></b>		
Equity Share capital	9	10,400
Other equity		12,37,436
<b>TOTAL EQUITY</b>		<b>12,47,836</b>
<b><u>LIABILITIES</u></b>		
Financial liabilities		
Lease liability		61,206
Deferred tax liabilities (net)		1,60,959
<b>Total non-current liabilities</b>		<b>2,22,165</b>
<b>Current liabilities</b>		
Financial liabilities		
Lease liability		27,610
Trade payables	10	2,463
Other financial liabilities	11	1,91,631
Contract liabilities		3,95,983
Other liabilities	12	37,000
<b>Total current liabilities</b>		<b>6,54,686</b>
<b>TOTAL LIABILITIES</b>		<b>8,76,851</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>21,24,687</b>

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

As per our report attached

**For PKF Sridhar & Santhanam LLP**  
**Chartered Accountants**  
Firm Registration No.: 003990S/S200018

**For and on behalf of the Board of Directors**

Sd/-  
**Seethalakshmi M**  
Partner  
Membership No: 208545

Sd/-  
**Kunaal Mahanti**  
Director

Sd/-  
**Nithin vj**  
Director

Place: Bengaluru  
Date: 29th May 2020

**Mechworks S.R.L.**  
**STATEMENT OF PROFIT AND LOSS FOR THE PERIOD FROM**  
**OCTOBER 1, 2019 TO MARCH 31,2020**  
*(Amount in EUR, unless otherwise stated)*

	<u>Notes</u>	<u>For the period</u> <u>1st Oct'19- 31st</u> <u>March'20</u>
<b>REVENUE</b>		
Revenue from rendering of services	13	12,52,254
Other income	14	36,439
<b>Total Income</b>		<b>12,88,693</b>
<b>EXPENSES</b>		
Employee benefits expense	15	4,63,233
Depreciation and amortisation expense		21,770
Other expenses	16	95,116
<b>Total expenses</b>		<b>5,80,119</b>
<b>Profit before tax</b>		<b>7,08,574</b>
<b>Tax expense</b>		
Current tax		1,70,058
<b>Total tax expense</b>		<b>1,70,058</b>
<b>Profit after tax</b>		<b>5,38,516</b>
<b>Other comprehensive income</b>		-
<b>Total comprehensive income for the period</b>		<b>5,38,516</b>
<b>Earnings per equity share:</b>		
Basic	17	52
Diluted		52
<b>Number of shares</b>		
Basic		10,400
Diluted		10,400
<b>Summary of Significant accounting policies</b>	2 & 3	
The accompanying notes form an integral part of these standalone financial statements		

As per our report attached

**For PKF Sridhar & Santhanam LLP**  
**Chartered Accountants**  
Firm Registration No.: 003990S/S200018

**For and on behalf of the Board of Directors**

Sd/-

**Seethalakshmi M**  
Partner  
Membership No: 208545

Sd/-

**Kunaal Mahanti**  
Director

Place: Bengaluru

Date: 29th May 2020

# Mechworks S.R.L.

## STATEMENT OF CASH FLOWS AS AT MARCH 31,2020

(Amount in EUR, unless otherwise stated)

	<u>As at</u> <u>31-Mar-20</u>
<b>Cash flows from operating activities:</b>	
Profit / (Loss) for the year	5,38,516
<b>Adjustments:</b>	
(Gain)/ Loss on sale of property, plant and equipment, net	(36,362)
Depreciation	21,770
Exchange loss, net	3,370
Income tax expense/(write-back)	1,70,058
<b>Operating profit/ (loss) before working capital changes</b>	<b>6,97,352</b>
<b>Adjustment for working capital changes</b>	
Increase / Decrease in Trade receivables	1,00,395
Increase / Decrease in Unbilled revenue	2,37,315
Increase / Decrease in Other assets	(3,97,184)
Increase / Decrease in Trade payables	45,001
Increase / Decrease in Accrued expenses, other liabilities and provisions	6,549
<b>Net cash generated from operations</b>	<b>(7,924)</b>
Income taxes paid, net	(1,43,942)
<b>Net cash generated by operating activities</b>	<b>8,33,370</b>
<b>Cash flows from investing activities:</b>	
Proceeds from sale of property, plant and equipment	36,362
Interest received	-
Cash used in investing activities before taxes	36,362
Net cash used in investing activities	<b>36,362</b>
<b>Cash flows from financing activities:</b>	
(Repayment) of /Proceeds from loans and borrowings	-
payment of lease liability	(11,985)
Net cash used in financing activities	<b>(11,985)</b>
Net increase/(decrease) in cash and cash equivalents during the year	8,57,747
Effect of exchange rate changes on cash and cash equivalents	-
Cash and cash equivalents at the beginning of the year	4,09,710
Cash and cash equivalents at the end of the year (Note 8)	<b>12,67,457</b>

The accompanying notes form an integral part of these Financial Statements

As per our report attached

**For PKF Sridhar & Santhanam LLP**

**Chartered Accountants**

Firm Registration No.: 003990S/S200018

Sd/-

**Seethalakshmi M**

Partner

Membership No: 208545

**For and on behalf of the Board of Directors**

Sd/-

**Kunaal Mahanti**

Director

Sd/-

**Nithin vj**

Director

Place: Bengaluru

Date: 29th May 2020

**Mechworks S.R.L.**  
**STATEMENT OF CHANGES IN EQUITY**  
*(Amount is EUR unless otherwise stated)*

**A. EQUITY SHARE CAPITAL**

	31 March 2020	
	No. of shares	Amount
Number of equity shares as on the date of acquisition	10,400	10,400
Equity shares issued	-	-
<b>Closing number of equity shares</b>	<b>10,400</b>	<b>10,400</b>

**B. OTHER EQUITY**

	Retained Earnings
Balance as on the date of acquisition	6,98,920
<b>Total comprehensive income for the period</b>	<b>5,38,516</b>
<b>Balance as at March 31, 2020</b>	<b>12,37,436</b>

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

As per our report attached

**For PKF Sridhar & Santhanam LLP**

**Chartered Accountants**

Firm Registration No.: 003990S/S200018

Sd/-

**Seethalakshmi M**

Partner

Membership No: 208545

For and on behalf of the Board of Directors

Sd/-

**Kunaal Mahanti**

Director

Sd/-

**Nithin vj**

Director

Place: Bengaluru

Date: 29th May 2020



## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **1. The Company overview**

MechWorks S.R.L. offers high-performance software in the development of Product Data Management (PDM)/Computer Aided Design (CAD)/Computer Aided Manufacturing (CAM) vertical solutions, with an emphasis on technical data management.

Mechworks S.R.L is the group company of International Technegroup Incorporated, which was acquired by Wipro IT Services LLC on October 1, 2019.

#### **2. Basis of preparation of financial statements**

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

This special purpose financial statement is prepared for inclusion in the annual report of the Ultimate Holding Company (Wipro limited) under the requirements of section 129(3) of the Companies Act, 2013. Since, the Company was acquired on October 1, 2019 the financial information is provided only for the period October 1, 2019 to March 31, 2020 for which the Company was subsidiary of Wipro Limited. The comparative financial information have not been presented as the Company was not part of the Wipro Limited Group for the year ended March 31, 2019

The Standalone 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.

The Company has accumulated losses amounting 2,823,904 Euro as on 31st march 2020. However based on the positive future cash flow projections the company believes it will not have any liquidity issues and hence the financial statements have been prepared on a 'Going Concern' basis.

##### **(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.

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **(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 States of America. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.
- c) **Deferred taxes:** Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered 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.

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

- 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 26 for impact of Covid'19 on company's operations.

### **3. Significant accounting policies**

#### **(i) Functional and presentation currency**

These financial statements are presented in Euro, 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:

- 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.

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

- 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, 2020 USD 10,400 divided into 10,400 equity shares of EUR 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.

## Mechworks S.R.L.

### Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)

#### (v) Property, plant and equipment

##### a) Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are 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) Leases

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

##### a) Arrangements where the Company is the lessee

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

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

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **a) Arrangements where the Company is the lessee (Cont'd):**

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

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment.

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

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

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

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

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

#### **a) Arrangements where the Company is the lessor**

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

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **(vii) Impairment**

##### **A) Financial assets**

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

##### **B) Non - financial assets**

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

#### **(viii) Employee benefits**

##### **a) Termination benefits**

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

##### **b) Short-term benefits**

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

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **c) Compensated absences**

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation using the projected unit credit method. Non-accumulating compensated absences are recognised in the period in which the absences occur.

#### **(ix) 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.

#### **(x) 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.



## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **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.

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **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.

#### **C. Disaggregation of Revenues**

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

<b>Particulars</b>	<b>Amount in EUR</b>
<b>Revenue</b>	
Sale of services	1,252,254
<b>Revenue by nature of contract</b>	
Fixed Fee	1,252,254

#### **(xi) Finance cost**

Finance cost comprise interest cost on borrowings, gain or losses arising on re-measurement of financial assets at FVTPL, gains/ (losses) on translation or settlement of foreign currency borrowings and changes in fair value and gains/ (losses) on settlement of related derivative instruments. Borrowing costs that are not directly attributable to a qualifying asset are recognised in the statement of profit and loss using the effective interest method.

#### **(xii) Other income**

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

#### **(xiii) 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.

##### **a) Current income tax**

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and liability simultaneously.

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **b) Deferred income tax**

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred income tax liabilities are recognised for all taxable temporary differences except in respect of taxable temporary differences that is expected to reverse within the tax holiday period, taxable temporary differences associated with investments in subsidiaries, associates and foreign branches where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

#### **(xiv) Earnings per share**

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

#### **(xv) Cash flow statement**

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

## **Mechworks S.R.L.**

### **Summary of significant accounting policies and other explanatory information (Amount in Euro, unless otherwise stated)**

#### **New accounting standards adopted during current year:**

New standards, amendments to standards and interpretations that are adopted during current year are:

#### **Ind AS 116**

On March 30, 2019, the Ministry of Corporate Affairs issued Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases. IND AS 116 introduces a single lessee accounting model and requires a lessee to recognised assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. The Standard also contains enhanced disclosure requirements for lessees.

The Company has made use of the following practical expedients available in its transition to Ind AS 116 -

- (a) The Company has applied a single discount rate to a portfolio of leases of similar assets in similar economic environment. Consequently, the Company has recorded its lease liability using the present value of remaining lease payments, discounted using the incremental borrowing rate at the date of initial application and the right-of- use asset at its carrying amount as if the standard had been applied since the commencement date of the lease but discounted using the incremental borrowing rate at the date of initial application.
- (b) The Company excluded the initial direct costs from measurement of the RoU asset;
- (c) The Company does not recognize RoU assets and lease liabilities for leases with less than twelve months of lease term and low-value assets on the date of initial application.

The company has measured its lease liability based on present value of all lease payments to be made from the date of acquisition by the holding company. Consequently the asset and liability recognized amounts to 1,00,400 Euro

#### **Appendix C to Ind AS 12 - Uncertainty over income tax treatments**

Appendix C to Ind AS 12 clarifies the accounting for uncertainties in income taxes. The interpretation is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. The adoption of Appendix C to Ind AS 12 did not have any material impact on the financial statements of the Company.

#### **Amendment to Ind AS 12 – Income Taxes**

The Ministry of Corporate Affairs issued amendments to Ind AS 12 – Income Taxes. The amendments clarify that an entity shall recognize the income tax consequences of dividends on financial instruments classified as equity according to where the entity originally recognized those past transactions or events that generated distributable profits were recognized. The adoption of amendment to Ind AS 12 did not have any material impact on the financial statements of the Company.

**Mechworks S.R.L.****Summary of significant accounting policies and other explanatory information  
(Amount in Euro, unless otherwise stated)****Amendment to Ind AS 19 - Plan Amendment, Curtailment or Settlement**

The Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements requiring an entity to determine the current service costs and the net interest for the period after the remeasurement using the assumptions used for the remeasurement; and determine the net interest for the remaining period based on the remeasured net defined benefit liability or asset. The adoption of amendment to Ind AS 19 did not have any material impact on the financial statements of the Company.

**New Accounting Standards not yet adopted by the Company**

Ministry of Corporate Affairs ("MCA") has not notified any new standard or amendments to the existing standards which will have been applicable from April 1, 2020.

**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

**4. Property, Plant and Equipment**

**As at March 31, 2020**

<b>Gross Carrying Value:</b>	<b>Plant &amp; Machinery</b>	<b>Total</b>
As on the date of acquisition	10,683	10,683
Additions		-
Disposal/Adjustments	(1,740)	(1,740)
<b>As at March 31, 2020</b>	<b>8,943</b>	<b>8,943</b>

<b>Accumulated Depreciation/ Impairment</b>	<b>Plant &amp; Machinery</b>	<b>Total</b>
As at April 1, 2019	-	-
Depreciation	(7,243)	(7,243)
Disposal/Adjustments	1,740	1,740
<b>As at March 31, 2020</b>	<b>(5,503)</b>	<b>(5,503)</b>

<b>Net Carrying Value</b>	<b>Plant &amp; Machinery</b>	<b>Total</b>
As at March 31, 2020	3,440	3,440

**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

**5. Right of use assets**

**As at March 31, 2020**

<b>Gross Carrying Value:</b>	<b>Building</b>
As at April 1, 2019	-
Additions on acquisition	1,00,400
Disposal/Adjustments	-
As at March 31, 2020	1,00,400

<b>Accumulated Depreciation/ Impairment</b>	<b>Building</b>
As at April 1, 2019	-
Depreciation	(14,527)
Disposal/Adjustments	-
As at March 31, 2020	(14,527)

<b>Net Carrying Value</b>	<b>Building</b>
As at March 31, 2019	-
As at March 31, 2020	85,873

**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

	<b>As at March 31, 2020</b>
<b>Note 6. Other assets</b>	
<b>Non-Current</b>	
Others	21,735
	21,735
<b>Current</b>	
Prepaid expenses	15,825
Others	26,479
	42,304
<b>Note 7. Trade receivables</b>	
	<b>As at March 31, 2020</b>
<b>Unsecured:</b>	
Considered good	3,06,600
Considered doubtful	-
Intercompany Receivables	1,52,800
	4,59,400
Less: Provision for doubtful receivables	(13,088)
	4,46,312
Opening PDD	-
PDD current provision	13,088
Less:- Charge during the year	-
Closing PDD	13,088
<b>Note 8. Cash and cash equivalents</b>	
	<b>As at March 31, 2020</b>
<b>Balances with bank:</b>	
Current accounts	12,67,457
	12,67,457



**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

**Note 9. Equity Share Capital (Values in EUR)**

As at  
**March 31, 2020**

**I. Authorised capital**

10400 equity shares of EUR 1 each

10,400

**10,400**

**II. Issued, subscribed and fully paid-up capital**

10400 equity shares of EUR 1 each

10,400

**10,400**

**(i.) Shares held by holding company (International TechneGroup S.r.l, the holding company)**

No. of Equity shares of EUR 1 each

10,400

**10400**

**(ii.) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:**

	As at March 31, 2020	
	No. of Shares	Amt
No. of shares outstanding as on the date of acquisition	10,400	10,400
No. of shares issued during the year	-	-
<b>Closing number of equity shares</b>	<b>10,400</b>	<b>10,400</b>

**(iii.) Details of shareholders holding more than 5% of the total equity shares of the Company**

Name of the Shareholder	As at March 31, 2020	
	No. of Shares	% held
Internation TechneGroup S.r.l	10,400	100.00

**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

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<b>Note 10. Trade payables</b>	<b>As at</b>
	<b>March 31, 2020</b>
Trade payables	2,463
	2,463

<b>Note 11. Other financial liabilities</b>	<b>As at</b>
	<b>March 31, 2020</b>
<b>Current</b>	
Severance Indemnity Provision	1,37,119
Bonus Provision	26,400
Other salary recoveries payable	28,112
	1,91,631

<b>Note 12. Other liabilities</b>	<b>As at</b>
	<b>March 31, 2020</b>
<b>Current</b>	
Statutory dues payable	37,000
	37,000

**Mechworks S.R.L.**  
**Notes to Statement of profit and loss**  
*(Amount in EUR, unless otherwise stated)*

**Note 13. Revenue from Operations**

Rendering of services

<b>For the period Ending Oct,1'20- Mar,31'20</b>
12,52,254
<b>12,52,254</b>

**Note 14. Other Income**

Profit on sale of FA  
Interest income

<b>For the period Ending Oct,1'20- Mar,31'20</b>
36,362
77
<b>36,439</b>

**Note 15. Employee benefits expense**

Salaries and wages  
Payroll taxes and medical Insuranc  
Motor Car - Road Taxes  
Pension  
Canteen Expenses  
Staff Welfare  
Awards to Employees

<b>For the period Ending Oct,1'20- Mar,31'20</b>
4,04,201
56,370
313
809
904
626
9
<b>4,63,233</b>

**Note 16. Other Expenses**

Legal and professional charges  
Rates & Taxes  
Facility expenses  
ERF  
Communication  
Miscellaneous

<b>For the period Ending Oct,1'20- Mar,31'20</b>
33,197
31,471
14,903
3,370
5,232
6,943
<b>95,116</b>

**Note 17. Earnings per Equity share**

Net profit after tax attributable to the equity shareholder  
Weighted Average no. of Equity share- Basic and diluted  
Basic earnings per share- Basic and diluted

<b>For the period Ending Oct,1'20- Mar,31'20</b>
5,38,516
10,400
<b>52</b>

**Mechworks S.R.L.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
*(Amount in EUR, unless otherwise stated)*

**Note 18. Related Party Relationships, Transactions and Balances**

i) The following are the entities with which the Company has related party transactions:

Name of the Party	Relationship with the Company
International Technegroup S.r.l	Holding Company

ii) The Company had the following transactions with related parties during the year ended March 31, 2020

Particulars	For the period Ending Oct,1'20-Mar,31'20
None	

iii) Balances with related parties as at March 31, 2020 are summarised below

Particulars	As at March 31, 2020
<b>Intercompany receivable:</b>	
International Technegroup S.r.l	1,52,800
<b>Total</b>	<b>1,52,800</b>

**Note 19. Commitments and contingencies**

**Capital commitments:** As at March 31, 2020, the company did not have material capital commitments.

**Contingencies:** As at March 31, 2020, the company did not have material contingencies.

**Note 20. Segment reporting**

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

**Mechworks S.R.L.**  
**Summary of significant accounting policies and other explanatory information**  
*(Amount in EUR, unless otherwise stated)*

**Note 21 Financial instruments**

**Financial instruments by category**

The carrying value and fair value of financial instruments by categories as at 31 March, 2020 were as follows :

Particulars	Note	FVTPL	Amortized cost	Total carrying value	Total fair value
<b>Financial assets :</b>					
Trade receivables		-	4,46,312	4,46,312	4,46,312
Cash and cash equivalents		-	12,67,457	12,67,457	12,67,457
Unbilled revenues		-	14,601	14,601	14,601
<b>Total financial assets</b>		-	<b>17,28,371</b>	<b>17,28,371</b>	<b>17,28,371</b>
<b>Financial liabilities :</b>					
Trade payables			2,463	2,463	2,463
Other financial liabilities		-	1,91,631	1,91,631	1,91,631
Lease liabilities		-	88,816	88,816	88,816
<b>Total financial liabilities</b>		-	<b>2,82,910</b>	<b>2,82,910</b>	<b>2,82,910</b>

**Notes to financial instruments**

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

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

ii. **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.

**Mechworks S.R.L.**  
**Summary of significant accounting policies and other explanatory information**  
*(Amount in EUR, unless otherwise stated)*

**Note 22 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.

<b>Risk</b>	<b>Exposure arising from</b>	<b>Measurement</b>
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
Market risk – Exchange rate	Recognised financial assets and liabilities not denominated in Euro.	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 as interest rate risk, credit risk and investment of excess liquidity.

**A Credit risk**

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

**Credit risk management**

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

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

*Expected credit loss for trade receivables under simplified approach*

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

**B Liquidity risk**

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

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

**Maturities of financial liabilities**

The tables below analyze the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

<b>March 31, 2020</b>	<b>Less than 1 year</b>	<b>1 year to 5 years</b>	<b>5 years and above</b>	<b>Total</b>
<b>Non-derivatives</b>				
Leases Liabilities	28,765	60,051		88,816
Other Financial liabilities	1,91,631	-	-	1,91,631
Trade payables	2,463	-	-	2,463
<b>Total</b>	<b>2,22,859</b>	<b>60,051</b>	<b>-</b>	<b>2,82,910</b>

**Mechworks S.R.L.**  
**Summary of significant accounting policies and other explanatory information**  
*(Amount in EUR, unless otherwise stated)*

**Note 22 Financial risk management (continued)**

**C Concentration Risk**

The table below provides the details of the customer having balance of more than 10% of the total Account receivable of the entity as of 31st March 2020

Customer	AR Balance	% of Total AR balance
Inglass S.p.A.	65,490	22%
Nuovamacut Automazione Spa	63,830	22%
Bedrock Ventures LLC	36,782	13%
Integrated Partner Solutions	34,853	12%

**D Interest rate risk**

The Company's fixed rate borrowings are carried at amortized cost. 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.

The Company's variable rate borrowing is subject to interest rate. Below is the overall exposure of the

<b>Particulars</b>	<b>March 31, 2020</b>
Variable rate borrowing	-
Fixed rate borrowing	-
	<u>-</u>

**Interest rate risk**

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

<b>Particulars</b>	<b>March 31, 2020</b>
Interest rates – increase by 50 basis points (50 bps)	-
Interest rates – decrease by 50 basis points (50 bps)	-

**E Foreign currency risk**

The Company operates internationally and is exposed to foreign exchange risk arising from USD. Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency.

The management evaluates rate exposure arising from these transactions and enters into Foreign currency derivative instruments to mitigate such exposure. The company follows risk management policies, including use of derivatives like foreign currency exchange forward options etc.

As of 31st March company had Balance of USD 66,612 , company does not foresee any material impact on the financial statement due to currency movement for these balances.

**Mechworks S.R.L.**  
**Summary of significant accounting policies and other explanatory information**  
*(Amount in EUR, unless otherwise stated)*

**Note 23 Capital management**

For the purpose of the Company's capital management, capital includes issued capital, additional paid in capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt as below:

- Equity includes equity share capital and all other equity components, which attributable to the equity holders

- Net Debt includes trade navables and other financial liabilities. less cash and cash equivalents.

	Note	As at March 31, 2020
Borrowings	Financial liabilities	-
Lease Liabilities	Financial liabilities	88,816
Less: Cash and cash equivalents	Financial assets	(12,67,457)
<b>Net Debt</b>		<b>(11,78,641)</b>
Equity share capital	Equity	10,400
Other equity	Equity	12,37,436
<b>Total capital</b>		<b>12,47,836</b>

**Gearing Ratio**

- 0

In order to achieve the objective of maximising shareholders value, the Company's capital management, amongst other things, aims to manage its capital structure and makes adjustments in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes for

**Note 24 Events occurring after the reporting date**

No adjusting or significant non-adjusting events have occurred between 31 March 2020 and the date of authorization of these financial statements.

**Note 25 Comparatives**

No comparative has been provided as this is the first financial year end for entity post acquisition by parent Wipro IT Services LLC.

**Impact of COVID19**

**Note 26**

The Company basis its assessment believes that the probability of the occurrence of forecasted transactions is not impacted by COVID-19. However the impact of COVID-19 remains uncertain and may be different from what we have estimated as of the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

As per our report attached

**For PKF Sridhar & Santhanam LLP**

**Chartered Accountants**

Firm Registration No.: 003990S/S200018

**For and on behalf of the Board  
of Directors**

Sd/-

**Seethalakshmi M**

**Partner**

Membership No: 208545

Sd/-

**Kunaal Mahanti**

Director

Sd/-

**Nithin vj**

Director

Place: Bengaluru

Date: 29th May 2020