HCL Technologies Limited

Condensed Consolidated Interim Financial Statements - IFRS

For the three and nine months period ended 31 December 2022 and 2021

KPMG

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Independent Auditors' Review Report

The Board of Directors
HCL Technologies Limited:

Results of Review of Condensed Consolidated Interim Financial Statements

We have reviewed the condensed consolidated interim financial statements of HCL Technologies Limited and its subsidiaries (the Company), which comprise the condensed consolidated interim balance sheet as of December 31, 2022, the related condensed consolidated interim statements of profit or loss and profit or loss and other comprehensive income for the three and nine month periods ended December 31, 2022 and 2021, the related condensed consolidated interim statements of changes in equity and cash flows for the nine-month periods ended December 31, 2022 and 2021, and the related notes (collectively referred to as the condensed consolidated interim financial information).

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying condensed consolidated interim financial information for it to be in accordance with International Accounting Standard 34 "Interim Financial Reporting" (IAS 34) as issued by the International Accounting Standards Board.

Basis for Review Results

We conducted our reviews in accordance with auditing standards generally accepted in the United States of America (GAAS) applicable to reviews of interim financial information. A review of condensed consolidated interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. A review of condensed consolidated interim financial information is substantially less in scope than an audit conducted in accordance with GAAS, the objective of which is an expression of an opinion regarding the financial information as a whole and accordingly, we do not express such an opinion. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our reviews. We believe that the results of the review procedures provide a reasonable basis for our conclusion.

Responsibilities of Management for the Condensed Consolidated Interim Financial Information

Management is responsible for the preparation and fair presentation of the condensed consolidated interim financial information in accordance with International Accounting Standard 34 "Interim Financial Reporting" (IAS 34) as issued by the International Accounting Standards Board and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of condensed consolidated interim financial information that is free from material misstatement, whether due to fraud or error.

KPMG

Report on Condensed Consolidated Balance Sheet as of March 31, 2022

We have previously audited, in accordance with GAAS, the consolidated balance sheet as of March 31, 2022, and the related consolidated statements of profit or loss, profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended (not presented herein); and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated April 21, 2022. In our opinion, the accompanying condensed consolidated balance sheet of the Company as of March 31, 2022, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

KPMG Assurance and Consulting Services LLP

Gurugram, Haryana, India
January 12, 2023

HCL Technologies Limited
Condensed Consolidated Interim Balance Sheet
(All amounts in millions of USD, except share data and as stated otherwise)

	Note No.	As at 31 December 2022 (unaudited)	As at 31 March 2022 (audited)
ASSETS			
Non-current assets			
Property, plant and equipment	3.1	659	741
Capital work in progress		8	17
Right-of-use assets		273	304
Goodwill	3.2	2,246	2,299
Other intangible assets	3.3	1,070	1,286
Investments accounted for using the equity method	3.4 (a)	-	1
Investments	3.4 (b)	14	14
Trade receivables - unbilled	3.5	90	141
Deposits with Corporations		-	26
Other financial assets	3.7	147	161
Deferred tax assets (net)		152	155
Other assets	3.8	244	264
Total non-current assets		**4,903**	**5,409**
Current assets			
Inventories		26	21
Investments	3.4 (b)	581	823
Trade receivables			
Billed	3.5	2,540	2,042
Unbilled	3.5	620	685
Cash and cash equivalents	3.6(a)	804	1,387
Deposits with banks	3.6(b)	706	281
Deposits with Corporations		366	397
Other financial assets	3.7	134	201
Current tax assets (net)		43	31
Other assets	3.8	485	472
Total current assets		**6,305**	**6,340**
TOTAL ASSETS		**11,208**	**11,749**

HCL Technologies Limited
Condensed Consolidated Interim Balance Sheet
(All amounts in millions of USD, except share data and as stated otherwise)

	Note No.	As at 31 December 2022 (unaudited)	As at 31 March 2022 (audited)
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	3.9	72	72
Retained earnings		7,657	7,700
Other equity		(6)	398
Equity attributable to shareholders of the Company		**7,723**	**8,170**
Non-controlling interest		-	12
TOTAL EQUITY		**7,723**	**8,182**
LIABILITIES			
Non-current liabilities			
Borrowings	3.10	504	518
Lease liabilities		199	219
Other financial liabilities	3.11	67	59
Contract liabilities		91	87
Employee benefit provisions		186	187
Deferred tax liabilities (net)		16	15
Other liabilities	3.12	5	4
Total non-current liabilities		**1,068**	**1,089**
Current liabilities			
Borrowings	3.10	19	8
Lease liabilities		101	92
Trade payables			
Billed		331	303
Unbilled and accruals		469	525
Other financial liabilities	3.11	573	633
Contract liabilities		395	446
Employee benefit provisions		119	126
Current tax liabilities (net)		211	178
Other liabilities	3.12	199	167
Total current liabilities		**2,417**	**2,478**
TOTAL LIABILITIES		**3,485**	**3,567**
TOTAL EQUITY AND LIABILITIES		**11,208**	**11,749**

The accompanying notes are an integral part of the condensed consolidated interim financial statements

HCL Technologies Limited
Condensed Consolidated Interim Statement of Profit or Loss
(All amounts in millions of USD, except share data and as stated otherwise)

	Note No.	Three months ended (unaudited)		Nine months ended (unaudited)	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
Revenues	3.13	3,244	2,978	9,351	8,488
Expenses					
Cost of revenues	3.14	2,031	1,840	5,951	5,178
Research and development expenses	3.14	50	51	149	154
Selling, general and administrative expenses	3.14	388	368	1,157	1,072
Depreciation and amortization expenses		139	151	390	450
Operating profit		**636**	**568**	**1,704**	**1,634**
Other income (expenses), net	3.15	31	34	113	101
Finance cost	3.16	14	10	32	33
Profit before share of loss of associate and tax		**653**	**592**	**1,785**	**1,702**
Share of loss of associate, net of tax		-	-	-	-
Profit before tax		**653**	**592**	**1,785**	**1,702**
Income tax expense	3.17	156	132	429	365
Profit for the period		**497**	**460**	**1,356**	**1,337**
Profit for the period attributable to					
Shareholders of the Company		497	460	1,356	1,335
Non-controlling interest		-	-	-	2
		497	460	1,356	1,337
Earnings per equity share	3.18				
Basic (in USD)		0.18	0.17	0.50	0.49
Diluted (in USD)		0.18	0.17	0.50	0.49

The accompanying notes are an integral part of the condensed consolidated interim financial statements

HCL Technologies Limited
Condensed Consolidated Interim Statement of Profit or Loss and Other Comprehensive Income
(All amounts in millions of USD, except share data and as stated otherwise)

	Note No.	Three months ended (unaudited)		Nine months ended (unaudited)	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
Profit for the period		**497**	**460**	**1,356**	**1,337**
Other comprehensive income (loss)	3.19				
Items that will not be reclassified subsequently to statement of profit or loss					
Change in unrealized gain (loss) on defined benefit plan, net of taxes		-	1	6	1
Items that will be reclassified subsequently to statement of profit or loss					
Change in foreign currency translation		39	(14)	(491)	(120)
Change in unrealized gain (loss) on cash flow hedges, net of taxes		(21)	29	(61)	45
Change in unrealized gain (loss) on debt instruments, net of taxes		1	(1)	(1)	(2)
Total other comprehensive income		**19**	**15**	**(547)**	**(76)**
Total comprehensive income for the period		**516**	**475**	**809**	**1,261**
Total comprehensive income for the period attributable to					
Shareholders of the Company		516	475	809	1,259
Non-controlling interest		-	-	-	2
		516	475	809	1,261

The accompanying notes are an integral part of the condensed consolidated interim financial statements

HCL Technologies Limited
Condensed Consolidated Interim Statement of Changes in Equity (unaudited)
(All amounts in millions of USD, except share data and as stated otherwise)

				Other equity											
				Reserves					Other comprehensive income						
	Number of shares *	**Equity share capital**	**Retained earnings**	Securities premium	Capital redemption reserve	Treasury share reserve	Share based payment reserve	Special economic zone re-investment reserve	Remeasurement of defined benefit plans	Foreign currency translation reserve	Cash flow hedging reserve	Debt instruments through other comprehensive income	**Equity attributable to shareholders of the Company**	**Non Controlling Interests**	**Total Equity**
Balance as at 1 April 2021	2,713,665,096	72	7,586	1	2	-	-	227	(1)	281	25	3	8,196	22	8,218
Profit for the period	-	-	1,335	-	-	-	-	-	-	-	-	-	1,335	2	1,337
Other comprehensive income (refer note 3.19)	-	-	-	-	-	-	-	-	1	(120)	45	(2)	(76)	-	(76)
Total comprehensive income for the period	-	-	1,335	-	-	-	-	-	1	(120)	45	(2)	1,259	2	1,261
Interim dividend of ₹32 per share	-	-	(1,170)	-	-	-	-	-	-	-	-	-	(1,170)	-	(1,170)
Transfer to special economic zone re-investment reserve	-	-	(191)	-	-	-	-	191	-	-	-	-	-	-	-
Transfer from special economic zone re-investment reserve	-	-	77	-	-	-	-	(77)	-	-	-	-	-	-	-
Acquisition of treasury shares	-	-	-	-	-	(95)	-	-	-	-	-	-	(95)	-	(95)
Share based payments expense	-	-	-	-	-	-	1	-	-	-	-	-	1	-	1
Purchase of non-controlling interest (refer note 2(b)(i))	-	-	(18)	-	-	-	-	-	-	-	-	-	(18)	(14)	(32)
Dividend to non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31 December 2021	2,713,665,096	72	7,619	1	2	(95)	1	341	-	161	70	1	8,173	10	8,183
Balance as at 1 April 2022	2,713,665,096	72	7,700	1	2	(106)	11	374	4	50	61	1	8,170	12	8,182
Profit for the period	-	-	1,356	-	-	-	-	-	-	-	-	-	1,356	-	1,356
Other comprehensive income (refer note 3.19)	-	-	-	-	-	-	-	-	6	(491)	(61)	(1)	(547)	-	(547)
Total comprehensive income for the period	-	-	1,356	-	-	-	-	-	6	(491)	(61)	(1)	809	-	809
Interim dividend of ₹38 per share	-	-	(1,287)	-	-	-	-	-	-	-	-	-	(1,287)	-	(1,287)
Transfer to special economic zone re-investment reserve	-	-	(172)	-	-	-	-	172	-	-	-	-	-	-	-
Transfer from special economic zone re-investment reserve	-	-	57	-	-	-	-	(57)	-	-	-	-	-	-	-
Share based payments expense	-	-	-	-	-	-	28	-	-	-	-	-	28	-	28
Change in non-controlling interest (refer note 3.20)	-	-	3	-	-	-	-	-	-	-	-	-	3	(12)	(9)
Balance as at 31 December 2022	2,713,665,096	72	7,657	1	2	(106)	39	489	10	(441)	-	-	7,723	-	7,723

* Includes treasury shares held by the controlled trust (refer note 3.9)

The accompanying notes are an integral part of the condensed consolidated interim financial statements

HCL Technologies Limited
Condensed Consolidated Interim Statement of Cash flows
(All amounts in millions of USD, except share data and as stated otherwise)

	Nine months ended (unaudited) 31 December 2022	31 December 2021
A. Cash flows from operating activities		
Profit before tax	1,785	1,702
Adjustment for:		
Depreciation and amortization expense	390	450
Interest income	(62)	(59)
Provision for doubtful debts / bad debts written off (net)	2	3
Income on investments carried at fair value through profit or loss	(10)	(9)
Profit on sale of debt securities	-	(1)
Interest expense	21	22
Profit on sale of property, plant and equipment (net)	(20)	(2)
Share based payments expense	29	1
Other non-cash charges (net)	2	2
	2,137	**2,109**
Net change in		
Trade receivables	(478)	(336)
Inventories	(3)	28
Other financial assets and other assets	43	(32)
Trade payables	-	96
Other financial liabilities, contract liabilities, employee benefit provisions and other liabilities	(9)	21
Cash generated from operations	**1,690**	**1,886**
Income taxes paid (net of refunds)	(384)	(357)
Net cash flow from operating activities (A)	**1,306**	**1,529**
B. Cash flows from investing activities		
Purchase of property, plant and equipment and intangibles	(168)	(171)
Proceeds from sale of property, plant and equipment	28	10
Payments for business acquisitions, net of cash acquired	(92)	-
Investments in bank deposits	(689)	(178)
Proceeds from bank deposits on maturity	213	336
Deposits placed with corporations	(276)	(500)
Proceeds from maturity of deposits placed with corporations	299	589
Purchase of investments in securities	(3,245)	(3,151)
Proceeds from sale/maturity of investments in securities	3,434	3,105
Investment in limited liability partnership	-	-
Distribution from limited liability partnership	-	-
Investment in associate	-	(1)
Proceeds from return of investment in associate	1	
Interest received	60	66
Income taxes paid	(13)	(7)
Net cash flow from (used in) investing activities (B)	**(448)**	**98**
C. Cash flows from financing activities		
Proceeds from long term borrowings	3	3
Repayment of long term borrowings	(4)	(11)
Proceeds from short term borrowings	6	1
Repayment of short term borrowings	(6)	(1)
Payments for deferred and contingent consideration on business acquisitions	-	(50)
Purchase of non-controlling interest	-	(100)
Acquisition of treasury shares	-	(95)
Dividend paid	(1,287)	(1,170)
Interest paid	(6)	(5)
Payment of lease liabilities including interest	(82)	(113)
Net cash flow used in financing activities (C)	**(1,376)**	**(1,541)**
Net increase (decrease) in cash and cash equivalents (A+B+C)	(518)	86
Effect of exchange differences on cash and cash equivalents held in foreign currency	(66)	-
Cash and cash equivalents at the beginning of the period	1,387	892
Cash and cash equivalents at the end of the period as per note 3.6 (a)	**803**	**978**

Notes :

1. The total amount of income taxes paid is $397 (previous period, $364).

2. Cash and cash equivalents includes investor education and protection fund-unclaimed dividend of $1 (previous period, $1).

The accompanying notes are an integral part of the condensed consolidated interim financial statements

ORGANIZATION AND NATURE OF OPERATIONS

HCL Technologies Limited (hereinafter referred to as "the Company" or "the Parent Company") and its subsidiaries (hereinafter collectively referred to as "the Group") are primarily engaged in providing a range of IT and business services, engineering and R&D services and modernized software products and IP-led offerings. The Company was incorporated under the provisions of the Companies Act applicable in India in November 1991, having its registered office at 806, Siddharth, 96, Nehru Place, New Delhi- 110019. The Group leverages its global technology workforce and intellectual properties to deliver solutions across following verticals - Financial Services, Manufacturing, Life Sciences & Healthcare, Public Services, Retail & CPG, Technology & Services and Telecom, Media, Publishing and Entertainment.

The condensed consolidated interim financial statements for the period ended 31 December 2022 were approved and authorized for issue by the Board of Directors on 12 January 2023.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

These condensed consolidated interim financial statements of the Group have been prepared in accordance with IAS 34 "Interim Financial Reporting" (IAS 34) as issued by the International Accounting Standards Board (IASB).

These condensed consolidated interim financial statements have been prepared under the historical cost convention on an accrual and going concern basis, except for the following assets and liabilities which have been measured at fair value:

a) Derivative financial instruments,
b) Certain financial assets and liabilities (refer accounting policy regarding financial instruments),
c) Defined benefit plans

The accounting policies adopted in the preparation of these condensed consolidated interim financial statements are consistent with those of the previous year except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy.

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle of 12 months. The statement of cash flows has been prepared under indirect method.

The Group uses the US Dollars ('$') as its reporting currency. All amounts are presented in millions rounded to whole number and amounts less than 0.50 million are presented as "-".

(b) Basis of Consolidation

The condensed consolidated interim financial statements comprise the financial statements of HCL Technologies Limited, the Parent Company, and its subsidiaries. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

The Group controls an investee if and only if the Group has:

a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
b) Exposure, or rights, to variable returns from its involvement with the investee, and
c) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

a) The contractual arrangement with the other vote holders of the investee
b) Rights arising from other contractual arrangements
c) The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

The financial statements of the subsidiaries in the Group are added on a line-by-line basis and inter-company balances and transactions including unrealized gain/loss from such transactions, are eliminated upon consolidation. The condensed consolidated interim financial statements are prepared by applying uniform accounting policies in use by the Group.

An associate is an entity over which the Group has significant influence, but not control or joint control over financial and operating policies. Investments in associates are accounted for using the equity method of accounting, after initially being recognized at cost. The aggregate of the Group's share of profit or loss of an associate is shown on the face of the condensed consolidated interim statements of profit or loss.

(c) ***Use of estimates and judgements***

The preparation of condensed consolidated interim financial statements in conformity with IFRS requires the management to make estimates and judgements that affect the reported amounts of assets, liabilities, revenue, expenses and other comprehensive income (OCI) that are reported and disclosed in the condensed consolidated interim financial statements and accompanying notes. These estimates are based on the management's best knowledge of current events, historical experience, actions that the Group may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Actual results could differ from those estimates. Changes in estimates are reflected in the condensed consolidated interim financial statements in the period in which the changes are made.

Significant estimates and assumptions are used for, but not limited to,

i. Accounting for costs expected to be incurred to complete performance under fixed price projects and determination of stand-alone selling prices for each distinct performance obligation in contracts involving multiple performance obligations, refer note 1(g)
ii. Allowance for uncollectible trade receivables, refer note 1(t)(i)
iii. Fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis in case of business combination, refer note 1(d)
iv. Recognition of income and deferred taxes, refer note 1(i) and note 3.17
v. Key actuarial assumptions for measurement of future obligations under employee benefit plans, refer note 1(r)
vi. Estimated forfeitures in share-based compensation expense, refer note 1(s)
vii. Useful lives of property, plant and equipment, refer note 1(j)
viii. Lives of intangible assets, refer note 1(k)
ix. Identification of leases and measurement of lease liabilities and right of use assets, refer note 1(n)
x. Key assumptions used for impairment of goodwill, refer note 1(p) and note 3.2
xi. Provisions and contingent liabilities, refer note 1(q) and note 3.22

(d) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is the aggregate of the consideration transferred measured at fair value at the acquisition date and the amount of any non-controlling interest in the acquiree. For each business combination, the Group measures the non-controlling interest in the acquiree at fair value. Acquisition related costs are expensed as incurred.

Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date. Contingent consideration classified as financial liability is measured at fair value with changes in fair value recognized in the statement of profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interest, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the excess is recognized in the statement of profit or loss as bargain purchase gain after reassessing the fair values of the net assets.

(e) Foreign currency and translation

The Group's condensed consolidated interim financial statements are presented in US Dollars ($) to facilitate the evaluation and comparison of Group's performance and financial position globally and the Parent Company's functional currency is Indian Rupee (INR). For each entity, the Group determines the functional currency, and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to the statement of profit or loss reflects the amount that arises from using this method.

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated to the relevant functional currency at exchange rates in effect at the balance sheet date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit or loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of initial transaction. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period. Revenue, expenses and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

The translation of foreign operations from respective functional currency into USD (the reporting currency) for assets and liabilities is performed using the exchange rates in effect at the balance sheet date, and for revenue, expenses and cash flows is performed using an appropriate daily weighted average exchange rate for the respective periods. The exchange differences arising on translation for consolidation are reported as a component of 'other comprehensive income (loss)'. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in the statement of profit or loss.

(f) Fair value measurement

The Group records certain financial assets and liabilities at fair value on a recurring basis. The Group determines fair values based on the price it would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or most advantageous market for that asset or liability.

The Group holds certain fixed income securities, equity securities and derivatives, which must be measured using the guidance for fair value hierarchy and related valuation methodologies. The guidance specifies a hierarchy of valuation techniques based on whether the inputs to each measurement are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Group's assumptions about current market conditions. The fair value hierarchy also requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The prescribed fair value hierarchy and related valuation methodologies are as follows:

Level 1 - Quoted inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 - Quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-derived valuations, in which all significant inputs are directly or indirectly observable in active markets.

Level 3 - Valuations derived from valuation techniques, in which one or more significant inputs are unobservable inputs which are supported by little or no market activity.

In accordance with IFRS 13, assets and liabilities at fair value are measured based on the following valuation techniques:

a) Market approach – Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

b) Income approach – Converting the future amounts based on market expectations to its present value using the discounting method.

c) Cost approach – Replacement cost method.

Certain assets are measured at fair value on a non-recurring basis. These assets consist primarily of non-financial assets such as goodwill and intangible assets. Goodwill and intangible assets recognized in business combinations are measured at fair value initially and subsequently when there is an indicator of impairment, the impairment is recognized.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant who would use the asset in its highest and best use.

(g) Revenue recognition

Contracts involving provision of services and material

Revenue is recognized when, or as, control of a promised service or good transfers to a customer, in an amount that reflects the consideration to which the Group expects to be entitled in exchange for transferring those products or services. To recognize revenues, the following five step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied. A contract is accounted when it is legally enforceable through executory contracts, approval and commitment from all parties, the rights of the parties are identified, payment terms are defined, the contract has commercial substance and collectability of consideration is probable.

Time-and-material / Volume based / Transaction based contracts

Revenue with respect to time-and-material, volume based and transaction based contracts is recognized as the related services are performed through efforts expended, volume serviced transactions are processed etc. that correspond with value transferred to customer till date which is related to the right to invoice for services performed.

Fixed Price contracts

Revenue related to fixed price contracts where performance obligations and control are satisfied over a period of time like technology integration, complex network building contracts, system implementations and application development are recognized based on progress towards completion of the performance obligation using a cost-to-cost measure of progress (i.e., percentage-of-completion (POC) method of accounting). Revenue is recognized based on the costs incurred to date as a percentage of the total estimated costs to fulfill the contract. Any revision in cost to complete would result in increase or decrease in revenue and such changes are recorded in the period in which they are identified.

Revenue related to other fixed price contracts providing maintenance and support services, are recognized based on the right to invoice for services performed for contracts in which the invoicing is representative of the value being delivered. If invoicing is not consistent with value delivered, revenues are recognized as the service is performed based on the cost to cost method described above.

In arrangements involving sharing of customer revenues, revenue is recognized when the right to receive is established.

Revenue from product sales are shown net of applicable taxes, discounts and allowances. Revenue related to product with installation services that are critical to the product is recognized when installation of product at customer site is completed and accepted by the customer. If the revenue for a delivered item is not recognized for non-receipt of acceptance from the customer, the cost of the delivered item continues to be in inventory.

Proprietary Software Products

Revenue from distinct proprietary perpetual license software is recognized at a point in time at the inception of the arrangement when control transfers to the client. Revenue from proprietary term license software is recognized at a point in time for the committed term of the contract. In case of renewals of proprietary term licenses with existing customers, revenue from term license is recognized at a point in time when the renewal is agreed on signing of contracts. Revenue from support and subscription (S&S) is recognized over the contract term on a straight-line basis as the Company is providing a service of standing ready to provide support, when-and-if needed, and is providing unspecified software upgrades on a when-and-if available basis over the contract term. In case software are bundled with support and subscription either for perpetual or term based license, such support and subscription contracts are generally priced as a percentage of the net fees paid by the customer to purchase the license and are generally recognized as revenues ratably over the contractual period that the support services are provided. Revenue from these proprietary software products is classified under sale of services.

Multiple performance obligation

When a sales arrangement contains multiple performance obligation, such as services, hardware and licensed IPs (software) or combinations of each of them, revenue for each element is based on a five step approach as defined above. To the extent a contract includes multiple promised deliverables, judgment is applied to determine whether promised deliverables are capable of being distinct and are distinct in the context of the contract. If these criteria are not met, the promised deliverables are accounted for as a combined performance obligation. For arrangements with multiple distinct performance obligations or series of distinct performance obligations, consideration is allocated among the performance obligations based on their relative standalone selling price. Standalone selling price is the price at which the Group would sell a promised good or service separately to the customer. When not directly observable, we estimate standalone selling price by using the expected cost plus a margin approach. We establish a standalone selling price range for our deliverables, which is reassessed on a periodic basis or when facts and circumstances change. If the arrangement contains obligations related to License of Intellectual property (Software) or Lease deliverable, the arrangement consideration allocated to the Software deliverables, lease deliverable as a group is then allocated to each software obligation and lease deliverable.

Revenue recognition for delivered elements is limited to the amount that is not contingent on the future delivery of products or services, future performance obligations or subject to customer-specified return or refund privileges.

Revenue from certain activities in transition services in outsourcing arrangements are not capable of being distinct or represent separate performance obligation. Revenues relating to such transition activities are classified as Contract liabilities and subsequently recognized over the period of the arrangement. Direct and incremental costs in relation to such transition activities which are expected to be recoverable under the contract and generate or enhance resources of the Company that will be used in satisfying the performance obligation in the future are considered as contract fulfillment costs classified as Deferred contract cost and recognized over the period of arrangement. Certain upfront non-recurring incremental contract acquisition costs and other upfront fee paid to customer are deferred and classified as Deferred contract cost and amortized to revenue or cost, usually on a straight line basis, over the term of the contract unless revenues are earned and obligations are fulfilled in a different pattern. The undiscounted future cash flows from the arrangement are periodically estimated and compared with the unamortized costs. If the unamortized costs exceed the undiscounted cash flow, a loss is recognized.

In instances when revenue is derived from sales of third-party vendor services, material or licenses, revenue is recorded on a gross basis when the Group is a principal to the transaction and net of costs when the Group is acting as an agent between the customer and the vendor. Several factors are considered to determine whether the Group is a principal or an agent, most notably being group controls the goods or service before it is transferred to customer, latitude in deciding the price being charged to customer. Revenue is recognized net of discounts and allowances, value-added and service taxes, and includes reimbursement of out-of-pocket expenses, with the corresponding out-of-pocket expenses included in cost of revenues.

Volume discounts, or any other form of variable consideration is estimated using either the sum of probability weighted amounts in a range of possible consideration amounts (expected value), or the single most likely amount in a range of possible consideration amounts (most likely amount), depending on which method better predicts the amount of consideration realizable. Transaction price includes variable consideration only to the extent it is probable that a significant reversal of revenues recognized will not occur when the uncertainty associated with the variable consideration is resolved. Our estimates of variable consideration and determination of whether to include estimated amounts in the transaction price may involve judgment and are based largely on an assessment of our anticipated performance and all information that is reasonably available to us.

The Group recognizes an onerous contract provision when the expected unavoidable costs of meeting the future obligations exceed the expected economic benefits to be received under a contract. Such provision, if any, is recorded in the period in which such losses become probable and is included in cost of revenues.

Revenue recognized but not billed to customers is classified either as contract assets or unbilled receivables in the condensed consolidated interim balance sheet. Contract assets primarily relate to unbilled amounts on those contracts utilizing the cost to cost method of revenue recognition and right to consideration is not unconditional. Contract assets are recognized where there is excess of revenue over the billings. Unbilled receivables represent contracts where right to consideration is unconditional (i.e. only the passage of time is required before the payment is due). A contract liability arises when there is excess billing over the revenue recognized.

Revenue from sales-type leases is recognized when risk of loss has been transferred to the client and there are no unfulfilled obligations that affect the final acceptance of the arrangement by the client.

Interest attributable to sales-type leases and direct financing leases included therein is recognized on an accrual basis using the effective interest method and is recognized as other income.

Interest income

Interest income for all financial instruments measured at amortized cost is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the EIR, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit or loss.

(h) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary functions in the following categories:

Cost of revenue
These costs primarily include employee compensation including stock based compensation of personnel engaged in providing services, travel expenses, outsourcing costs, cost of hardware and software licenses, facility expenses, communication expenses and any other directly attributable expenses.

Research and development expenses
These costs primarily include employee compensation including stock based compensation for personnel engaged in research and development activities, travel expenses, communication expenses and facility expenses for these employees.

Selling, general and administrative expenses
These costs primarily include employee compensation including stock based compensation for management, sales, marketing and enabling personnel, travel expenses, advertising, business promotion expenses, bad debts and advances written off, allowance for doubtful trade receivables and advances, facility expenses for these employees.

(i) Income taxes

Income tax expense comprises current and deferred income tax.

Income tax expense is recognized in the statement of profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Provision for income tax includes the impact of provisions established for uncertain income tax positions.

Deferred income tax assets and liabilities recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax assets and liabilities are recognized for those temporary differences which originate during the tax holiday period and are reversed after the tax holiday period. For this purpose, reversal of timing differences is determined using first-in-first-out method. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the year that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiaries and branches where it is expected that the earnings of the subsidiary or branch will not be distributed in the foreseeable future.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognized in the statement of profit or loss.

In some tax jurisdictions, the amount of tax deductions on share based payments to employees are different from the related cumulative remuneration expenses. If the amount of the tax deduction (or estimated future tax deduction) exceeds the amount of the related cumulative remuneration expense, such excess amount of tax deduction and the associated tax benefit is recognized directly in retained earnings.

(j) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. The Group identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that of the asset as a whole.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of profit or loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

Property, plant and equipment under construction and cost of assets not ready for use at the year-end are disclosed as capital work- in- progress.

Depreciation on property, plant and equipment is provided on the straight-line method over their estimated useful lives, as determined by the management. Depreciation is charged on a pro-rata basis for assets purchased/sold during the period.

The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Asset description	Asset life (in years)
Buildings	20
Plant and equipment (including air conditioners, electrical installations)	10
Office equipment	5
Computers and networking equipment	4-5
Furniture and fixtures	7
Vehicles	5

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

(k) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is measured at their fair value at the date of acquisition. Subsequently, following initial recognition, intangible assets are carried at cost less any accumulated amortization and impairment losses.

Intangible assets are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit or loss.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

The intangible assets are amortized over the estimated useful life of the assets as mentioned below except certain Licensed IPRs which include the right to modify, enhance or exploit are amortized in proportion to the expected benefits over the useful life which could range up to 15 years:

Asset description	Asset life (in years)
Software	3
Licensed IPRs	5 to 15
Customer relationships	1 to 10
Customer contracts	0.5 to 3
Technology	5 to 15
Others (includes intellectual property rights, brand and non-compete agreements)	2 to 6

(l) Research and development costs

Research costs are expensed as incurred. Development expenditure, on an individual project, is recognized as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Subsequently, following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. Amortization expense is recognized in the statement of profit or loss. During the period of development, the asset is tested for impairment annually.

(m) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(n) Leases

A lease is a contract that contains right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

Group is lessee in case of leasehold land, office space, accommodation for its employees & IT equipment. These leases are evaluated to determine whether it contains lease based on principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors as defined in IFRS 16.

Right-of-use asset represents the Group's right to control the underlying assets under lease and the lease liability is the obligation to make the lease payments related to the underlying asset under lease. Right-of-use asset is measured initially based on the lease liability adjusted for any initial direct costs, prepaid rent, and lease incentives. Right-of-use asset is depreciated based on straight line method over the lease term or useful life of right-of-use asset, whichever is less. Subsequently, right-of-use asset is measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of lease liability.

The lease liability is measured at the lease commencement date and determined using the present value of the minimum lease payments not yet paid and the Group's incremental borrowing rate, which approximates the rate at which the Group would borrow, in the country where the lease was executed. The Group has used a single discount rate for a portfolio of leases with reasonably similar characteristics. The lease payment comprises fixed payment less any lease incentives, variable lease payment that depends on an index or a rate, exercise price of a purchase option if the Group is reasonably certain to exercise the option and payment of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease. Lease liability is subsequently measured by increase the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payment made and remeasuring the carrying amount to reflect any reassessment or modification, if any.

The Group has elected to not recognize leases with a lease term of 12 months or less in the condensed consolidated interim balance sheet, including those acquired in a business combination, and lease costs for those short-term leases are recognized on a straight-line basis over the lease term in the condensed consolidated interim statement of profit or loss. For all asset classes, the Group has elected the lessee practical expedient to combine lease and non-lease components and account for the combined unit as a single lease component in case there is no separate payment defined under the contract.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the year in which they are earned or contingency is resolved.

Leases in which the Group transfers substantially all the risk and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivables at an amount equal to the present value of lease receivables. After initial recognition, the Group apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance leases. The interest income is recognized in the condensed consolidated interim statement of profit or loss. Initial direct costs such as legal cost, brokerage cost etc. are recognized immediately in the statement of profit or loss.

When arrangements include multiple performance obligations, the Group allocates the consideration in the contract between the lease components and the non-lease components on a relative standalone selling price basis.

(o) *Inventories*

Stock-in-trade, stores and spares are valued at the lower of the cost or net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Cost of stock-in-trade procured for specific projects is assigned by identifying individual costs of each item. Cost of stock-in-trade, that are interchangeable and not specific to any project and cost of stores and spare parts are determined using the weighted average cost formula.

(p) Impairment of non-financial assets

Goodwill

Goodwill is tested annually on March 31, for impairment, or sooner whenever there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Group's cash generating units (CGU) expected to benefit from the synergies arising from the business combination. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. Value-in-use is the present value of future cash flows expected to be derived from the CGU. Total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU, pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill recognized in the statement of profit or loss is not reversed in the subsequent period.

Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment recognized under the head "Depreciation and amortization expense" in the statement of profit or loss, is measured by the amount by which the carrying value of the asset exceeds the estimated recoverable amount of the asset.

(q) Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows.

The Group uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

(r) Retirement and other employee benefits

i. Provident fund: Employees of the Company and its subsidiaries in India receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Group or Government administered provident fund; while the balance contribution is made to the Government administered pension fund, a define contribution plan. For the contribution made by the Company and its subsidiaries in India to the provident fund trust managed by the Group, the Company has an obligation to fund any shortfall on the yield of the Trust's investments over the administered interest rates. The liability is actuarially determined (using the projected unit credit method) at the end of the year. The funds contributed to the Trust are invested in specific securities as mandated by law and generally consist of federal and state government bonds, debt instruments of government-owned corporations and, equity other eligible market securities.

ii. In respect of superannuation, a defined contribution plan for applicable employees, the Company contributes to a scheme administered on its behalf by appointed fund managers and such contributions for each year of service rendered by the employees are charged to the statement of profit or loss. The Company has no further obligations to the superannuation plan beyond its contributions.

iii. Gratuity liability: The Company and its subsidiaries in India provide for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's base salary and the tenure of employment (subject to a maximum of $- (INR 2 million) per employee). The liability is actuarially determined (using the projected unit credit method) at the end of each year. Actuarial gains/losses are recognized immediately in the balance sheet with a corresponding debit or credit to other comprehensive income in the year in which they occur.

In respect to certain employees in India, the Company contributes towards gratuity liabilities to the Gratuity Fund Trust. Trustees of the Company administer contributions made to the Trust and contributions are invested in a scheme with Life Insurance Corporation of India as permitted by law.

iv. Compensated absences: The employees of the Group are entitled to compensated absences which are both accumulating and non-accumulating in nature. The employees can carry forward up to the specified portion of the unutilized accumulated compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The expected cost of accumulating compensated absences is determined by actuarial valuation (using the projected unit credit method) based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the balance sheet date. The expense on non-accumulating compensated absences is recognized in the statement of profit or loss in the year in which the absences occur. Actuarial gains/losses are immediately taken to the statement of profit or loss and are not deferred.

v. State Plan: The contribution to State Plans in India, a defined contribution plan namely Employee State Insurance Fund is charged to the statement of profit or loss as and when employees render related services.

vi. Contributions to other defined contribution plans in subsidiaries outside India are recognized as expense when employees have rendered services entitling them to such benefits.

vii. In certain subsidiaries outside India, the Group provide retirement benefit pension plans in accordance with the local laws. The liability is actuarially determined (using the projected unit credit method) at the end of each year.

(s) Equity settled share based compensation

Share-based compensation represents the cost related to share-based awards granted to employees. The Company measures share-based compensation cost at grant date, based on the estimated fair value of the award and recognizes the cost on a straight line basis (net of estimated forfeitures) over the employee's requisite service period for an award with only service condition and for an award with both service and performance condition on a straight line basis over the requisite service period for each separately vesting portion of the award, as if award was in substance, multiple awards. The Company estimates the fair value of stock options using option pricing model. The cost is recorded under the head employee benefit expense in the condensed consolidated interim statement of profit or loss with corresponding increase in "Share Based Payment Reserve".

(t) Financial Instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. **Financial assets**

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value measured on initial recognition of financial asset. Purchase and sale of financial assets are accounted for at trade date.

Cash and cash equivalents
Cash and cash equivalents in the balance sheet comprise cash in banks and short-term deposits and investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purposes of the cash flow statement, cash and cash equivalents are considered net of outstanding bank overdrafts that are repayable on demand and are considered part of the Group's cash management system. In

the condensed consolidated interim balance sheet, bank overdrafts are presented under borrowings within current liabilities.

Financial assets at amortized cost
A financial asset is measured at the amortized cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in other income in the statement of profit or loss. The losses arising from impairment are recognized in the statement of profit or loss. This category includes cash and bank balances, loans, unbilled receivables, trade and other receivables.

Financial assets at Fair Value through Other Comprehensive Income (OCI)
A financial asset is classified and measured at fair value through OCI if both of the following criteria are met:
i. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
ii. The asset's contractual cash flows represent solely payments of principal and interest.

Financial asset included within the OCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in OCI. Interest income is recognized in statement of profit or loss for debt instruments. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from OCI to statement of profit or loss.

Financial assets at Fair Value through Profit or Loss
Any financial asset, which does not meet the criteria for categorization at amortized cost or at fair value through other comprehensive income, is classified at fair value through profit or loss. Financial assets included at the fair value through profit or loss category are measured at fair value with all changes recognized in the statement of profit or loss.

Equity investments
All equity instruments are initially measured at fair value and are subsequently re-measured with all changes recognized in the statement of profit or loss. In limited circumstances, investments, for which sufficient, more recent information to measure fair value is not available cost represents the best estimate of fair value within that range.

Derecognition of financial assets
A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired, or the Group has transferred its rights to receive cash flows from the asset.

Impairment of financial assets
The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Lifetime ECL allowance is recognized for trade receivables with no significant financing component. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case they are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognized in statement of profit or loss.

ii. **Financial liabilities**

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The subsequent measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. Changes in fair value of such liability are recognized in the statement of profit or loss.

Financial liabilities at amortized cost
The Group's financial liabilities at amortized cost, are initially recognized at net of transaction costs and includes trade payables, borrowings including bank overdrafts and other payables.

After initial recognition, financial liabilities are subsequently measured at amortized cost using the effective interest rate (EIR) method except for deferred consideration recognized in a business combination which is subsequently measured at fair value through profit or loss. Gains and losses are recognized in the statement of profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit or loss.

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

iii. **Derivative financial instruments and hedge accounting**

Foreign exchange forward contracts and options are purchased to mitigate the risk of changes in foreign exchange rates associated with forecast transactions denominated in certain foreign currencies.

The Group recognizes all derivatives as assets or liabilities measured at their fair value. Changes in fair value for derivatives not designated in a hedge accounting relationship are marked to market at each reporting date and the related gains (losses) are recognized in the statement of profit or loss as 'foreign exchange gains (losses)'.

The foreign exchange forward contracts and options in respect of forecasted transactions which meet the hedging criteria are designated as cash flow hedges. Changes in the fair value of derivatives (net of tax) that are designated as effective cash flow hedges are deferred and recorded in the hedging reserve account as a component of accumulated 'other comprehensive income (loss)' until the hedged transaction occurs and are then recognized in the statement of profit or loss. The ineffective portion of hedging derivatives is immediately recognized in other income (expenses) in the statement of profit or loss.

In respect of derivatives designated as hedges, the Group formally documents all relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also formally assesses both at the inception of the hedge and on an ongoing basis, whether each derivative is highly effective in offsetting changes in fair values or cash flows of the hedged item. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows.

Hedge accounting is discontinued prospectively from the last testing date when (1) it is determined that the derivative financial instrument is no longer effective in offsetting changes in the fair value or cash flows of the underlying exposure being hedged; (2) the derivative financial instrument matures or is sold, terminated or exercised; or (3) it is determined that designating the derivative financial instrument as a hedge is no longer appropriate. When hedge accounting is discontinued the deferred gains or losses on the cash flow hedge remain in 'other comprehensive income (loss)' until the forecast transaction occurs. Any further change in the fair value of the derivative financial instrument is recognized in current period earnings.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the condensed consolidated interim balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis to realize the assets and settle the liabilities simultaneously.

(u) Dividend

Final dividend proposed by the Board of Directors is recognized upon approval by the shareholders who have the right to decrease but not increase the amount of dividend recommended by the Board of Directors. Interim dividends are recognized on declaration by the Board of Directors. Final and interim dividend excludes dividend on treasury shares.

(v) Earnings per share (EPS)

Basic EPS amounts are computed by dividing the net profit attributable to the equity holders of the Parent Company by the weighted average number of equity shares outstanding during the period adjusted for treasury shares held.

Diluted EPS amounts are computed by dividing the net profit attributable to the equity holders of the Parent Company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. the average market value of the outstanding shares). Performance based stock unit awards are included in dilutive potential shares when they become contingently issuable and have a dilutive impact and are excluded when they are not contingently issuable. Dilutive potential equity shares are deemed converted as at the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for bonus shares.

(w) Nature and purpose of reserves

Treasury share reserve
The Company's equity shares held by a trust, which is consolidated as a part of the Group, are classified as Treasury shares. Treasury shares are carried at acquisition cost and presented as a deduction from total equity as "Treasury share reserve". As and when treasury shares are transferred to employees on exercise after satisfaction of the vesting conditions, the amount received is recognized as an increase in equity, and the balance lying in "Treasury share reserve" is transferred to "Securities premium".

Securities premium
Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares and buyback of shares in accordance with the provisions of the Companies Act, 2013 in India.

Capital redemption reserve
The Group recognizes cancellation of the Group's own equity instruments to capital redemption reserve.

Share based payment reserve
The share based payment reserve is recognized over the vesting period at the grant date fair value of units issued to employees of the Group under the Company's restricted stock unit plan.

Special economic zone re-investment reserve
The Company has created special economic zone (SEZ) re-investment reserve out of profits of the eligible SEZ Units in terms of the specific provisions of Section 10AA(1) of the Income Tax Act, 1961 ("the Act") in India. The said reserve needs to be utilized by the Company for acquiring plant and machinery for the purpose of its business in terms of Section 10AA(2) of the Act for availing tax benefit. Further, during the year ended 31 March 2022, utilization also includes additional acquisition of plant and machinery in the business of the Company which was not considered as utilization earlier due to an uncertain tax position which has been settled.

Remeasurement of defined benefit plans
The Group recognizes actuarial gains/losses on defined benefit plans in the balance sheet with a corresponding debit or credit to other comprehensive income in the period in which they occur.

Foreign currency translation reserve
Exchange differences arising on translation of the foreign operations are recognized in other comprehensive income as described in the accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed-off.

Cash flow hedging reserve
For hedging foreign currency risk, the Group uses foreign currency forward and option contracts. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognized in the cash flow hedging reserve. Amounts recognized in the cash flow hedging reserve is reclassified to the statement of profit or loss when the hedged item affects profit or loss.

Debt instruments through other comprehensive income
The Group recognizes changes in the fair value of debt instruments held with business objective of collect and sell in other comprehensive income. The Group transfers amounts from this reserve to the statement of profit or loss when the debt instrument is sold.

2. ACQUISITIONS

a) Acquisitions in the current period

i. Acquisition of Starschema Kft

On 14 January 2022, the Group through a wholly owned subsidiary had signed a definitive agreement to acquire 100% shareholding of Starschema, a leading provider of data engineering services, based in Budapest, Hungary for a consideration of $45 payable in cash. Starschema provides consulting, technology and managed services in data engineering to companies in the U.S. and Europe.

The acquisition consummated on 2 April 2022 and the Group has paid $45.

Total purchase consideration of $45 has been preliminary allocated based on management estimates to the acquired assets and liabilities as follows:

	Amount
Net working capital (including cash of $2)	5
Deferred tax liabilities, net	(1)
Property plant and equipment, net	1
Intangible assets	
Customer relationships	5
Customer contracts	1
Brand	4
Goodwill	30
Total purchase consideration	**45**

The resultant goodwill is non-tax deductible and has been allocated to the Engineering and R&D Services segment. The strategic acquisition will enhance HCL's capability in digital engineering, driven by data engineering and increase its presence in Central and Eastern Europe.

The table below shows the values and lives of intangible assets recognized on acquisition which will be amortized on straight line basis:

	Amount	**Life (Years)**
Customer relationships	5	4
Customer contracts	1	1
Brand	4	5
Total intangible assets	**10**	

The Group is in the process of making a final determination of the fair value of assets acquired and liabilities assumed primarily related to working capital.

In addition to the purchase consideration, $2 is payable to certain key employees over a two-year period. Payment of this amount is contingent upon these employees continuing to be the employees of the Group on the payment date. This consideration is being accounted for as post acquisition employee compensation expense.

(All amounts in millions of USD, except share data and as stated otherwise)

ii. Acquisition of Confinale AG

On 06 May 2022, the Group through a wholly owned subsidiary had signed a definitive agreement to acquire 100% shareholding of Confinale AG, a digital banking and wealth management consulting specialist and Avaloq Premium Implementation Partner, based in Switzerland for a consideration of $61 including contingent consideration of $10 which is dependent on achievement of certain specified performance obligations as set out in the agreement to be achieved over a period of two years.

The acquisition consummated on 31 May 2022 and the Group has paid $51 in cash.

The contingent consideration of $10 has been initially fair valued at $9 and recorded as part of the purchase consideration. The purchase consideration of $60 after considering fair value of contingent consideration of $9 has been preliminarily allocated based on management estimates to the acquired assets and liabilities as follows:

	Amount
Net working capital (including cash of $4)	6
Deferred tax liabilities, net	(4)
Property plant and equipment, net	-
Intangible assets	
Customer relationships	11
Customer contracts	2
Brand	6
Technology	2
Goodwill	37
Total purchase consideration	**60**

The resultant goodwill is non-tax deductible and has been allocated to the IT and Business Services segment. The strategic acquisition will allow HCL to gain market share in a fast growing market in financial services and digital wealth management technology solutions.

The table below shows the values and lives of intangible assets recognized on acquisition which will be amortized on straight line basis:

	Amount	Life (Years)
Customer relationships	11	4
Customer contracts	2	1
Brand	6	6
Technology	2	4
Total intangible assets	**21**	

The Group is in the process of making a final determination of the fair value of assets and liabilities and finalization of the purchase price allocation which may result into adjustments in the value of certain assets and liabilities.

In addition to the purchase consideration, $4 is payable to certain key employees over a two and half years period. Payment of this amount is contingent upon these employees continuing to be the employees of the Group on the payment date. This consideration is being accounted for as post acquisition employee compensation expense.

(All amounts in millions of USD, except share data and as stated otherwise)

iii. Acquisition of Quest Informatics Private Limited

On 12 July 2022, the Group through a wholly owned subsidiary had signed a definitive agreement to acquire 100% shareholding of Quest Informatics Private Limited (Quest) - an aftermarket, Industry 4.0 and IoT company, based in Bengaluru, India for a consideration of $5 payable in cash. Quest serves global leaders in the aftermarket space with its cloud-enabled aftermarket ERP, field services management, and digital parts catalog product suites.

The acquisition consummated on 12 July 2022 and the Group has paid $4 and balance is payable based on realization of net assets acquired as per the terms of the agreement.

Total purchase consideration of $5 has been preliminary allocated based on management estimates to the acquired assets and liabilities as follows:

	Amount
Net working capital (including cash of $2)	3
Investments	-
Deferred tax liabilities, net	-
Intangible assets – Technology	1
Goodwill	1
Total purchase consideration	**5**

The resultant goodwill is non-tax deductible and has been allocated to the HCL Software segment. This acquisition will help expand HCL's offerings into the fast-growing aftermarket space and the aftermarket solutions and products will be valuable to transportation and manufacturing clients globally in their digital transformation journey.

The acquired technology is estimated to have a life of 5 years which will be amortized on straight line basis.

The Group is in the process of making a final determination of the fair value of assets acquired and liabilities assumed primarily related to working capital.

b) Acquisitions in the previous year

i. Acquisition of non-controlling interest in Actian Corporation

In July 2018, the Group and Sumeru Equity Partners (SEP) had acquired Actian Corporation through a joint venture company in which the Group and SEP had 80.4% and 19.6% stake respectively. On 29 December 2021, as per the terms of the joint venture agreement, the Group acquired the balance 19.6% stake held by SEP for a cash consideration of $100. The total cash consideration of $100 was settled against financial liability of $68 and non controlling interest of $14 and balance $18 was recognized against retained earnings.

ii. Acquisition of gbs - Gesellschaft für Banksysteme GmbH (GBS)

In January 2022, the Group through a wholly owned subsidiary acquired 51% shares of GBS for a total purchase consideration of $- (EUR 99 thousand). This acquisition will add an edge to Group's existing capabilities to accelerate digital transformation and further enhance HCL's scale in Germany. Purchase consideration of $- (EUR 99 thousand) was allocated to cash and cash equivalent of $5, net liabilities of $5, and non-controlling interest of $- (EUR 99 thousand).

(All amounts in millions of USD, except share data and as stated otherwise)

3. Notes to condensed consolidated interim financial statements

3.1 Property, plant and equipment

The changes in the carrying value for the period ended 31 December 2022

	Freehold land	Buildings	Plant and equipment	Office Equipment	Computers and networking equipment	Furniture and fixtures	Vehicles #	Total
Gross block as at 1 April 2022	**11**	**455**	**257**	**52**	**771**	**123**	**19**	**1,688**
Additions	2	8	6	1	92	6	5	**120**
Acquired through business combinations	-	-	-	-	1	-	-	**1**
Disposals	2	7	11	3	15	9	4	**51**
Translation exchange differences	(1)	(38)	(19)	(4)	(50)	(7)	(2)	**(121)**
Gross block as at 31 December 2022	**10**	**418**	**233**	**46**	**799**	**113**	**18**	**1,637**
Accumulated depreciation as at 1 April 2022	**-**	**168**	**178**	**40**	**461**	**90**	**10**	**947**
Depreciation	-	16	15	3	95	7	3	**139**
Disposals/other adjustments	-	6	11	3	12	8	3	**43**
Translation exchange differences	-	(14)	(14)	(3)	(28)	(5)	(1)	**(65)**
Accumulated depreciation as at 31 December 2022	**-**	**164**	**168**	**37**	**516**	**84**	**9**	**978**
Net block as at 31 December 2022	**10**	**254**	**65**	**9**	**283**	**29**	**9**	**659**

Also refer footnote 1 of note 3.10

The changes in the carrying value for the year ended 31 March 2022

	Freehold land	Buildings	Plant and equipment	Office Equipment	Computers and networking equipment	Furniture and fixtures	Vehicles #	Total
Gross block as at 1 April 2021	**11**	**447**	**254**	**52**	**735**	**126**	**20**	**1,645**
Additions	-	27	14	5	155	7	5	**213**
Disposals	-	4	3	3	99	7	5	**121**
Translation exchange differences	-	(15)	(8)	(2)	(20)	(3)	(1)	**(49)**
Gross block as at 31 March 2022	**11**	**455**	**257**	**52**	**771**	**123**	**19**	**1,688**
Accumulated depreciation as at 1 April 2021	**-**	**156**	**167**	**39**	**410**	**91**	**10**	**873**
Depreciation	-	22	20	5	135	9	4	**195**
Disposals/other adjustments	-	4	3	3	70	7	4	**91**
Translation exchange differences	-	(6)	(6)	(1)	(14)	(3)	-	**(30)**
Accumulated depreciation as at 31 March 2022	**-**	**168**	**178**	**40**	**461**	**90**	**10**	**947**
Net block as at 31 March 2022	**11**	**287**	**79**	**12**	**310**	**33**	**9**	**741**

Also refer footnote 1 of note 3.10

(All amounts in millions of USD, except share data and as stated otherwise)

3.2 Goodwill

The following table presents the changes in the carrying value of goodwill based on identified CGUs, for the period ended 31 December 2022

	IT and Business Services	Engineering and R&D services	HCL Software	Total
Opening balance as at 1 April 2022	887	383	1,029	2,299
Acquisitions during the period	37	30	1	68
Translation exchange differences	(32)	(28)	(61)	(121)
Closing balance as at 31 December 2022	**892**	**385**	**969**	**2,246**

The following table presents the changes in the carrying value of goodwill based on identified CGUs, for the year ended 31 March 2022

	IT and Business Services	Engineering and R&D services	HCL Software	Total
Opening balance as at 1 April 2021	901	394	1,056	2,351
Measurement period adjustments	1	-	-	1
Translation exchange differences	(16)	(11)	(27)	(54)
Closing balance as at 31 March 2022	**887**	**383**	**1,029**	**2,299**

Note: The Group tests goodwill for impairment annually, or more frequently when there is an indication for impairment, and tests intangible assets for impairment when there is an indicator for impairment.

(All amounts in millions of USD, except share data and as stated otherwise)

3.3 Other intangible assets

The changes in the carrying value for the period ended 31 December 2022

	Software	Licensed IPRs	Customer relationships	Customer contracts	Technology	Others	Total
Gross block as at 1 April 2022	**128**	**749**	**1,004**	**23**	**399**	**16**	**2,319**
Additions	18	-	7	2	-	-	**27**
Acquired through business combinations	-	-	16	3	3	10	**32**
Disposals / other adjustments	-	1	-	-	-	-	**1**
Translation exchange differences	(7)	(55)	(75)	(1)	(28)	(2)	**(168)**
Gross block as at 31 December 2022	**139**	**693**	**952**	**27**	**374**	**24**	**2,209**
Accumulated amortization and impairment as at 1 April 2022	**115**	**334**	**409**	**21**	**148**	**6**	**1,033**
Amortization	9	44	85	6	39	3	**186**
Translation exchange differences	(8)	(27)	(33)	(1)	(11)	-	**(80)**
Accumulated amortization and impairment as at 31 December 2022	**116**	**351**	**461**	**26**	**176**	**9**	**1,139**
Net block as at 31 December 2022	**23**	**342**	**491**	**1**	**198**	**15**	**1,070**
Estimated remaining useful life (in years)	3	10	7	1	6	5	

The changes in the carrying value for the year ended 31 March 2022

	Software	Licensed IPRs	Customer relationships	Customer contracts	Technology	Others	Total
Gross block as at 1 April 2021	**132**	**817**	**1,024**	**21**	**411**	**16**	**2,421**
Additions	8	9	14	2	-	-	**33**
Disposals	9	50	-	-	-	-	**59**
Translation exchange differences	(3)	(27)	(34)	-	(12)	-	**(76)**
Gross block as at 31 March 2022	**128**	**749**	**1,004**	**23**	**399**	**16**	**2,319**
Accumulated amortization and impairment as at 1 April 2021	**110**	**288**	**274**	**16**	**102**	**3**	**793**
Amortization	16	75	146	5	50	3	**295**
Disposals / other adjustments	8	18	-	-	-	-	**26**
Translation exchange differences	(3)	(11)	(11)	-	(4)	-	**(29)**
Accumulated amortization and impairment as at 31 March 2022	**115**	**334**	**409**	**21**	**148**	**6**	**1,033**
Net block as at 31 March 2022	**13**	**415**	**595**	**2**	**251**	**10**	**1,286**
Estimated remaining useful life (in years)	3	11	7	2	7	4	

(All amounts in millions of USD, except share data and as stated otherwise)

3.4 Investments

	As at	
	31 December 2022	**31 March 2022**
(a) Investment in associate accounted for using the equity method		
Nil Preferred Stock (31 March 2022, 1,250,000 Series A Preferred Stock) of USD 0.0001 each fully paid up, in Austin GIS, Inc. (unquoted)	-	1
	-	**1**
(b) Financial assets		
Non - current		
Unquoted investments		
Carried at fair value through profit or loss		
Equity instruments	4	4
Investment in limited liability partnership	10	10
	14	**14**
Current		
Quoted investments		
Carried at fair value through other comprehensive income		
Investment in debt securities	349	499
Unquoted investments		
Carried at fair value through profit or loss		
Investment in mutual funds	232	324
	581	823
Total investments - financial assets	**595**	**837**
Aggregate amount of quoted investments	349	499
Aggregate amount of unquoted investments	246	338
Market value of quoted investments	349	499
Investment carried at fair value through other comprehensive income	349	499
Investment carried at fair value through profit or loss	246	338

(All amounts in millions of USD, except share data and as stated otherwise)

3.5 Trade receivables

	As at	
	31 December 2022	31 March 2022
Non-Current		
Unbilled receivables	90	141
	90	141
Current		
Billed		
Trade receivables	2,597	2,101
Impairment allowance for bad and doubtful debts	(57)	(59)
	2,540	2,042
Unbilled receivables	620	685
	3,160	**2,727**

Note: Includes receivables from related parties amounting to $1 (31 March 2022, $1)

3.6 Cash and bank balances

	As at	
	31 December 2022	31 March 2022
(a) Cash and cash equivalents		
Balance with banks	577	1,009
Deposits with original maturity of less than 3 months (including deposits with corporations and financial institutions with original maturity less than 3 months)	218	359
Remittances in transit	8	18
Unclaimed dividend account	1	1
	804	**1,387**
Cash and cash equivalents consists of the following for the purpose of the cash flow statement:		
Cash and cash equivalents	804	1,387
Bank overdraft (refer note 3.10)	(1)	-
	803	**1,387**
(b) Deposits with banks		
Deposits with remaining maturity up to 12 months	706	281

(All amounts in millions of USD, except share data and as stated otherwise)

3.7 Other financial assets

	As at	
	31 December 2022	**31 March 2022**
Non - current		
Carried at amortized cost		
Finance lease receivables	96	101
Security deposits	19	22
Bank deposits with more than 12 months maturity	21	-
	136	123
Carried at fair value through other comprehensive income		
Unrealized gain on derivative financial instruments	11	38
	147	**161**
Current		
Carried at amortized cost		
Finance lease receivables	86	104
Interest receivable	25	28
Security deposits	9	8
Other receivables	11	22
	131	162
Carried at fair value through other comprehensive income		
Unrealized gain on derivative financial instruments	3	38
Carried at fair value through profit or loss		
Unrealized gain on derivative financial instruments	-	1
	134	**201**

3.8 Other assets

	As at	
	31 December 2022	**31 March 2022**
Non - current		
Prepaid expenses	31	32
Deferred contract cost	206	223
Capital advances	2	4
Security deposits	4	5
Others	1	-
	244	**264**
Current		
Prepaid expenses	212	195
Deferred contract cost	115	114
Contract assets	75	64
Advances to suppliers	13	15
Security deposits	9	7
Advances to employees	5	4
Others	56	73
	485	**472**

(All amounts in millions of USD, except share data and as stated otherwise)

3.9 Equity share capital

	As at	
	31 December 2022	31 March 2022
Authorized 3,017,000,000 (31 March 2022, 3,017,000,000) equity shares of INR 2 each	79	79
Issued, subscribed and fully paid up 2,713,665,096 (31 March 2022, 2,713,665,096) equity shares of INR 2 each	72	72

Terms / rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of INR 2/-. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding at the beginning and at the end of the financial period/ year

	As at			
	31 December 2022		31 March 2022	
	No. of shares	$ Millions	No. of shares	$ Millions
Number of shares at the beginning	2,713,665,096	72	2,713,665,096	72
Number of shares at the end	2,713,665,096	72	2,713,665,096	72

The Company does not have any holding / ultimate holding company.

Reconciliation of the number of treasury shares held by controlled trust at the end of the financial period/ year

	As at	
	31 December 2022	31 March 2022
	No. of shares	No. of shares
Number of shares at the beginning	6,320,000	-
Add: Acquisition of shares by the Trust	-	6,320,000
Number of shares at the end	6,320,000	6,320,000

Capital management

The primary objective of the Group's capital management is to support business continuity and growth of the company while maximizing the shareholder value. The Group has been declaring quarterly dividend for last 20 years. The Group determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements have been generally met through operating cash flows generated. The Company has also taken borrowings to meet local funding requirements in certain foreign subsidiaries.

(All amounts in millions of USD, except share data and as stated otherwise)

3.10 Borrowings

	Non-current		Current	
	As at		As at	
	31 December 2022	31 March 2022	31 December 2022	31 March 2022
Long term borrowings				
Secured				
Term loans from banks (refer note 1 below)	4	4	2	2
Unsecured				
Senior notes (refer note 2 below)	497	496	-	-
Term loans from banks (refer note 3 below)	3	18	16	6
	504	**518**	**18**	**8**
Less: current maturities of long term borrowings	-	-	(18)	(8)
	504	**518**	**-**	**-**
Short term borrowings				
Unsecured				
Bank overdraft (refer note 4 below)	-	-	1	-
Current maturities of long term borrowings	-	-	18	8
	-	**-**	**19**	**8**

Note:

1. The Group has availed term loans of $6 (31 March 2022, $6) secured against gross block of vehicles of $16 (31 March 2022, $17) at interest rates ranging from 7.45% p.a. to 9.00% p.a. (31 March 2022, 7.70% p.a. to 9.15% p.a.). The loans are repayable over a period of 3 to 5 years on a monthly basis.

2. On 10 March 2021, the Group issued USD 500 unsecured notes due 2026 (the "senior notes"). The notes bear interest at a rate of 1.375% per annum and will mature on 10 March 2026. Interest on the notes will be paid semi-annually on 10 March and 10 September of each year. The notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). The notes were issued at the discount price of 99.510% against par value and have an effective interest rate of 1.58% p.a. after considering the issue expenses and discount of $5.

3. Unsecured long term loans of $19 (31 March 2022, $24) borrowed from banks at interest rate ranging from 7.95% p.a. to 8.35% p.a. (31 March 2022, 7.00% p.a.). The scheduled principal repayments of term loans are as follows:

	As at	
	31 December 2022	31 March 2022
Within one year	16	6
One to two years	3	16
Two to three years	-	2
	19	24

4. Represents bank overdrafts required for management of working capital at interest rate of 7.00% p.a. which are repayable on demand.

(All amounts in millions of USD, except share data and as stated otherwise)

3.11 Other financial liabilities

	As at	
	31 December 2022	**31 March 2022**
Non - current		
Carried at amortized cost		
Employee bonuses accrued	2	6
Capital accounts payables	38	53
Others	8	-
	48	59
Carried at fair value through other comprehensive income		
Unrealized loss on derivative financial instruments	2	-
Carried at fair value through profit or loss		
Contingent consideration	6	-
Others	11	-
	17	-
	67	**59**
Current		
Carried at amortized cost		
Accrued salaries and benefits		
Employee bonuses accrued	265	324
Other employee costs	171	181
Liabilities towards customer contracts	40	34
Capital accounts payables	62	82
Deferred consideration	1	-
Other payables	12	8
	551	629
Carried at fair value through other comprehensive income		
Unrealized loss on derivative financial instruments	10	-
Carried at fair value through profit or loss		
Unrealized loss on derivative financial instruments	8	4
Contingent consideration	4	-
	12	4
	573	**633**

3.12 Other liabilities

	As at	
	31 December 2022	**31 March 2022**
Non - current		
Other deposits	5	4
	5	4
Current		
Advances received from customers	22	29
Withholding and other taxes payable	177	138
	199	**167**

(All amounts in millions of USD, except share data and as stated otherwise)

3.13 Revenues

The Group disaggregates revenue from contracts with customers by nature of services and geography.

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Sale of services	3,148	2,910	9,125	8,320
Sale of hardware and software	96	68	226	168
	3,244	**2,978**	**9,351**	**8,488**

Group operates out of various geographies and America and Europe constitute major portion of revenue accounting for over 57% and 27% and 56% and 27% for the three months period ended 31 December 2022 and 2021 respectively and 57% and 26% and 56% and 27% for the nine months period ended 31 December 2022 and 2021 respectively and rest of revenue is generated by various other geographies. Revenue and cash flow from these geographies are consistent across various periods and are effected only in cases of specific risk with respect to any country or customer as the case maybe.

3.14 Expenses

Expenses are recognised when incurred and have been classified according to their primary functions. The below table discloses the expenses by nature:

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Employee benefits expense	1,720	1,574	5,075	4,514
Outsourcing costs	469	445	1,395	1,253
Cost of hardware and softwares sold	80	54	180	134
Rent	2	2	6	8
Power and fuel	10	9	31	30
Repair and maintenance	23	22	70	65
Travel and conveyance	39	22	111	51
Software license fee	31	32	97	89
Communication costs	15	15	46	46
Legal and professional charges	16	18	52	54
Rates and taxes	7	4	21	11
Recruitment, training and development	16	21	55	51
Expenditure toward corporate social responsibility activities	6	8	23	21
Provision for doubtful debts / bad debts written off	1	3	2	3
Other expenses	34	30	93	74
Total cost of revenues, research and development expenses, selling, general and administrative expenses	**2,469**	**2,259**	**7,257**	**6,404**

(All amounts in millions of USD, except share data and as stated otherwise)

3.15 Other income (expenses), net

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Interest income				
- On debt securities	6	6	16	20
- On bank and other deposits	16	8	39	29
- On others	2	3	7	10
Profit on sale of debt securities	-	-	-	1
Income on investments carried at fair value through profit or loss				
- Unrealized gains (loss) on fair value changes on mutual funds	-	-	-	-
- Profit on sale of mutual funds	3	4	10	9
Profit on sale of property, plant and equipments (net) (refer note below)	2	2	20	2
Exchange differences (net)	-	10	16	26
Miscellaneous income	2	1	5	4
	31	**34**	**113**	**101**

Note : Net of loss on sale of property, plant and equipments of $- (previous period $1)

3.16 Finance costs

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Interest				
-on loans from banks	1	-	2	1
-on senior notes	2	2	6	6
-on lease liabilities	2	4	9	11
-on direct taxes	2	2	4	5
-others	6	-	8	2
Fair value changes on liabilities carried at fair value through profit or loss	-	1	-	6
Bank charges	1	1	3	2
	14	**10**	**32**	**33**

3.17 Income taxes

The effective tax rate (ETR) for the Group for the three and nine months ended 31 December 2022 and 2021 is 23.9% and 24.0% and 22.2% and 21.4%, respectively. ETR during the three and nine months ended 31 December 2022 is higher primarily due to increase in ratio of taxable to tax-exempt profits in SEZ units in India during the period and settlement of uncertain tax positions in favor of the company in comparative periods.

Tax returns are subject to examination by the tax authorities in the jurisdictions where the Group conducts business. The Group's two major tax jurisdictions are India and USA. Tax examination is open in USA for tax years beginning 1 April 2017 onwards and for India, tax examination is open for tax years beginning April 1, 2019 and certain matters relating to prior years for which the tax assessment has already got concluded are subject to ongoing litigations and appeals proceedings. The Company has significant intercompany transactions with its subsidiaries and has also filed for bilateral advance pricing agreements in certain jurisdictions starting from 1 April 2017 for which the resolutions are yet to be reached. These may result in assessment of additional taxes that may need to be resolved with the authorities or through legal proceedings. Resolution of these matters involves some degree of uncertainty; accordingly, the Group recognizes income tax liability that it believes will ultimately result from the proceedings.

(All amounts in millions of USD, except share data and as stated otherwise)

3.18 Earnings Per Equity Share

The computation of earnings per equity share is as follows:

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Profit for the period attributable to shareholders of the Company	497	460	1,356	1,335
Weighted average number of equity shares outstanding in calculating basic EPS	2,707,345,096	2,713,246,618	2,707,345,096	2,713,525,096
Dilutive effect of Restricted Stock Units outstanding	2,727,428	147,942	2,586,947	49,493
Weighted average number of equity shares outstanding in calculating diluted EPS	2,710,072,524	2,713,394,560	2,709,932,043	2,713,574,589
Nominal value of equity shares (in ₹)	2	2	2	2
Earnings per equity share (in USD)				
- Basic	0.18	0.17	0.50	0.49
- Diluted	0.18	0.17	0.50	0.49

3.19 Components of other comprehensive income attributable to shareholders of the Company

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
A. Items that will not be reclassified subsequently to statement of profit or loss				
Remeasurement of defined benefit plans				
Opening balance (net of tax)	10	(1)	4	(1)
Actuarial gains	-	1	9	1
Income tax expense	-	-	(3)	-
Effect of exchange fluctuations	-	-	-	-
Closing balance (net of tax)	10	-	10	-
B. Items that will be reclassified subsequently to statement of profit or loss				
Foreign currency translation reserve				
Opening balance	(480)	175	50	281
Foreign currency translation	39	(14)	(491)	(120)
Attributable to non controlling interest	-	-	-	-
Closing balance	(441)	161	(441)	161
Cash flow hedging reserve				
Opening balance (net of tax)	21	41	61	25
Unrealized gains (losses)	(29)	31	(59)	67
Net loss (gain) reclassified into statement of profit or loss on occurrence of hedged transactions	1	(7)	(11)	(20)
Income tax benefit (expense)	5	6	12	(1)
Effect of exchange fluctuations	2	(1)	(3)	(1)
Closing balance (net of tax)	-	70	-	70
Unrealized gain on debt instruments				
Opening balance (net of tax)	(1)	2	1	3
Unrealized gains (losses)	1	(1)	(1)	(3)
Income tax benefit (expense)	-	-	-	1
Effect of exchange fluctuations	-	-	-	-
Closing balance (net of tax)	-	1	-	1
TOTAL (B)	**(441)**	**232**	**(441)**	**232**

(All amounts in millions of USD, except share data and as stated otherwise)

3.20 Financial instruments

Financial assets and liabilities

The carrying value of financial instruments by categories is as follows:

	Fair value through profit or loss	Fair value through other comprehensive income	Amortized cost	Total carrying value
As at 31 December 2022				
Financial assets				
Investments	246	349	-	595
Trade receivables (including unbilled)	-	-	3,250	3,250
Cash and cash equivalents	-	-	804	804
Deposits with banks	-	-	706	706
Deposits with Corporations	-	-	366	366
Other financial assets	-	14	267	281
Total	246	363	5,393	6,002
Financial liabilities				
Borrowings	-	-	523	523
Lease liabilities	-	-	300	300
Trade payables (including unbilled and accruals)	-	-	800	800
Other financial liabilities	29	12	599	640
Total	29	12	2,222	2,263
As at 31 March 2022				
Financial assets				
Investments	338	499	-	837
Trade receivables (including unbilled)	-	-	2,868	2,868
Cash and cash equivalents	-	-	1,387	1,387
Deposits with banks	-	-	281	281
Deposits with Corporations	-	-	423	423
Other financial assets	1	76	285	362
Total	339	575	5,244	6,158
Financial liabilities				
Borrowings	-	-	526	526
Lease liabilities	-	-	311	311
Trade payables (including unbilled and accruals)	-	-	828	828
Other financial liabilities	4	-	688	692
Total	4	-	2,353	2,357

(All amounts in millions of USD, except share data and as stated otherwise)

3.20 Financial instruments (continued)

Transfer of financial assets

The Group in the normal course of business sells certain accounts receivables and net investment in finance lease receivables to banks. Under the terms of arrangements, the Group surrenders control over these assets and transfer is on a non-recourse basis.

During the period ended 31 December 2022 and 2021, the Group has sold certain accounts receivables and finance lease receivables on non-recourse basis. Gains or losses on the sales are recorded at the time of transfers of these receivables and are immaterial.

Fair value hierarchy

The assets and liabilities measured at fair value on a recurring basis and the basis for that measurement is as below:

	Fair Value	Level 1 inputs	Level 2 inputs	Level 3 inputs
As at 31 December 2022				
Assets				
Investments carried at fair value through profit or loss	246	232	-	14
Investments carried at fair value through other comprehensive income	349	-	349	-
Unrealized gain on derivative financial instruments	14	-	14	-
Liabilities				
Unrealized loss on derivative financial instruments	20	-	20	-
Contingent consideration	10	-	-	10
Others	11	-	-	11

There have been no transfers between Level 1 and Level 2 during the period.

	Fair Value	Level 1 inputs	Level 2 inputs	Level 3 inputs
As at 31 March 2022				
Assets				
Investments carried at fair value through profit or loss	338	324	-	14
Investments carried at fair value through other comprehensive income	499	-	499	-
Unrealized gain on derivative financial instruments	77	-	77	-
Liabilities				
Unrealized loss on derivative financial instruments	4	-	4	-

There have been no transfers between Level 1 and Level 2 during the year.

(All amounts in millions of USD, except share data and as stated otherwise)

3.20 Financial instruments (continued)

Valuation Methodologies

Investments: The Group's investments consist of investment in debt linked mutual funds which are determined using quoted prices or identical quoted prices of assets or liabilities in active markets and are classified as Level 1. Fair value of corporate debt securities is determined using observable markets' inputs and is classified as Level 2.

Investments in unquoted equity shares and limited liability partnerships are classified as fair value through profit or loss and are classified as Level 3. The re-measurement is calculated using unobservable inputs based on the Group's own assessment of third party valuations and respective company's financial performance.

Derivative financial instruments: The Group's derivative financial instruments consist of foreign currency forward exchange contracts, options and interest rate swaps. Fair values for derivative financial instruments are based on counter party quotations and are classified as Level 2.

Liability towards non-controlling interest: As part of the acquisition of "Actian Corporation" on 17 July 2018, joint venturer "Sumeru Equity Partners" (SEP) contributed in form of preferred stock qualified as "compound financial instrument" (equity and financial liability) in the books of joint venture company controlled by the Group. The financial liability was initially and subsequently re-measured based on independent third party valuation using "Monte Carlo Simulation" methodology.

Fair value of contingent consideration: The fair value measurement of contingent consideration is determined using Level 3 inputs. The Group contingent consideration represents a component of the total purchase consideration for its various acquisitions. The measurement is calculated using unobservable inputs based on the Group's own assessment of achievement of certain performance goals.

Fair value of consideration payable for "other financial liability" is determined using Monte Carlo and Geometric Brownian model. The fair value measurement is determined using Level 3 Inputs.

The Group assessed that fair value of cash and cash equivalents, short-term deposits, trade receivables, unbilled receivables, other current financial assets, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The following table discloses reconciliation of financial assets and liabilities categorised within Level 3 of the fair value hierarchy:

	Investment in unquoted equity shares and limited liability partnerships	Liability towards non-controlling interest	Contingent consideration	Other financial liabilities
Balance as at 1 April 2021	**13**	**66**	**-**	**-**
Recognized in statement of profit or loss	-	6	-	-
Additional investments	-	-	-	-
Payment of liability	-	(72)	-	-
Translation exchange differences	(1)	-	-	-
Balance as at 31 December 2021	**12**	**-**	**-**	**-**
Balance as at 1 April 2022	**14**	**-**	**-**	**-**
Recognized in statement of profit or loss	-	-	-	3
Business acquisition	-	-	9	-
Change in non-controlling interest (refer note below)	-	-	-	9
Additional investments	-	-	-	-
Distribution from limited liability partnership	-	-	-	-
Exchange differences	-	-	1	-
Translation exchange differences	-	-	-	(1)
Balance as at 31 December 2022	**14**	**-**	**10**	**11**

Note: During the year ended 31 March 2020, the Group had set-up certain trusts in South Africa for the benefit of black nationals and had given 51.8% effective ownership in its South African operating entity to the trusts. Subsequently, pursuant to certain additional rights given to these trusts, the fair value of the Group's liability to the trusts have been reclassified from 'non-controlling interest' to 'other financial liabilities'. Further, the remaining earnings allocated to these trusts in prior periods and included in 'non-controlling interest' have been reclassified to 'retained earnings'.

3.21 Segment Reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available and whose results are reviewed regularly by the chief operating decision maker (CODM), for allocation of resources and assessing performance.

The group has organized itself into the following segments:

IT and Business Services provide a comprehensive portfolio of IT & Business Services (Application, Infrastructure and Digital Process Operations) and Digital transformation services enabled by Digital and Analytics, IoTWoRKs, Cloud native and Cybersecurity solutions including products developed within these businesses.

Engineering and R&D Services provides comprehensive engineering services and solutions across software, embedded, mechanical, VLSI and platform engineering that support the end to end lifecycle of products – both hardware and software across diverse industries including products developed within this business.

HCL Software provides modernized software products and IP-led offerings to our global clients for their technology and industry specific requirements.

During the period ended 31 December 2022, the Group has changed the name of "Products & Platforms" segment to "HCL Software".

Segment accounting policies
The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments and are as set out in note 1 to the financial statements on significant accounting policies. The accounting policies in relation to segment accounting are as under:

a) Segment revenue and expenses
Segment revenue is directly attributable to the segment and segment expenses have been allocated to various segments on the basis of specific identification and wherever allocable, are apportioned to the segment on an appropriate basis. However, segment revenue does not include other income. Segment expenses do not include finance cost, exchange differences and tax expense. Inter segment revenue primarily relates to software and related services sourced internally from HCL Software segment by other segments for providing services to end customers.

b) Segment assets and liabilities
Assets and liabilities are not identified to any reportable segments, since these are used interchangeably across segments and consequently, the management believes that it is not practicable or meaningful to provide segment disclosures relating to total assets and liabilities.

(All amounts in millions of USD, except share data and as stated otherwise)

3.21 Segment Reporting (continued)

Financial information about the business segments for the three and nine months period ended 31 December 2022 and 2021 is as follows:

	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Revenue from operations from external customers				
IT and Business Services	2,325	2,102	6,795	6,074
Engineering and R&D services	537	473	1,565	1,328
HCL Software	382	403	991	1,086
Total	**3,244**	**2,978**	**9,351**	**8,488**
Inter-segment revenue				
IT and Business Services	-	-	-	-
Engineering and R&D services	-	-	-	-
HCL Software	16	13	44	39
Total	**16**	**13**	**44**	**39**
Segment revenues				
IT and Business Services	2,325	2,102	6,795	6,074
Engineering and R&D services	537	473	1,565	1,328
HCL Software	398	416	1,035	1,126
Inter-segment elimination	(16)	(13)	(44)	(39)
Total	**3,244**	**2,978**	**9,351**	**8,488**
Segment results				
IT and Business Services	390	350	1,115	1,096
Engineering and R&D services	117	87	323	255
HCL Software	129	131	266	283
Total	**636**	**568**	**1,704**	**1,634**
Finance cost	(14)	(10)	(32)	(33)
Other income (expenses), net	31	34	113	101
Profit before share of loss of associate and tax	**653**	**592**	**1,785**	**1,702**
Share of loss of an associate	-	-	-	-
Profit before tax	**653**	**592**	**1,785**	**1,702**
Tax expense	(156)	(132)	(429)	(365)
Profit for the period	**497**	**460**	**1,356**	**1,337**

Effective 1 April 2022, certain software products internally developed and earlier managed by and reported under IT and Business Services segment, have been brought under the management of the HCL Software Team. Accordingly, the revenues and results related to these products and related services are now being reported under HCL Software segment. Prior period figures have also been restated to conform to current period composition of the operating segments. Impact of this change is immaterial for segment results of both the segments.

(All amounts in millions of USD, except share data and as stated otherwise)

3.22 Commitments and contingent liabilities

	As at	
	31 December 2022	31 March 2022
i) Capital and other commitments		
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	36	71
Uncalled liability on other investments partly paid		
Capital commitment in limited liability partnership	1	1
ii) Contingent liabilities		
Others	-	46
	37	**118**

Notes :

(a) The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Group towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the final rules are yet to be published. The Group will carry out an evaluation of the impact and record the same in the financial statements in the period in which the Code becomes effective and the related rules are published.

(b) The Group is involved in various lawsuits, claims and proceedings that arise in the ordinary course of business, the outcome of which is inherently uncertain. Some of these matters include speculative and frivolous claims for substantial or indeterminate amounts of damages. The Group records a liability when it is both probable that a loss has been incurred and the amount can be reasonably estimated. Significant judgment is required to determine both probability and the estimated amount. The Group reviews these provisions at least quarterly and adjusts these provisions accordingly to reflect the impact of negotiations, settlements, rulings, advice of legal counsel, and updated information. The Group believes that the amount or estimable range of reasonably possible loss, will not, either individually or in the aggregate, have a material adverse effect on its business, consolidated financial position, results of the Group, or cash flows with respect to loss contingencies for legal and other contingencies as at 31 December 2022.

3.23 Related party transactions

The following table presents material related parties transactions entered during the normal course of business:

	Significant influence			
	Three months ended		Nine months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Interim dividend paid				
Vama Sundari Investments (Delhi) Private Limited	144	157	567	508
HCL Holdings Private Limited	53	60	212	193

3.23 Subsequent events

The Board of Directors at its meeting held on 12 January 2023 has declared an interim dividend of ₹10 per share.