

2018-19 Annual report
of HCL (Netherlands) B.V.

Registered office:
Address:

THE HAGUE
Prinses Margrietplantsoen 50
2595 BR THE HAGUE

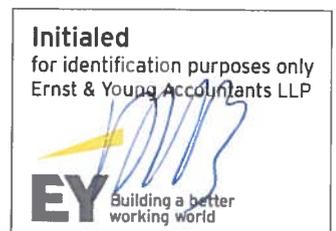


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1 Directors' report

I. Business development and environment

Core business and review

HCL (Netherlands) B.V. ("the Company") is a wholly owned subsidiary of HCL Great Britain Limited, Maidenhead, United Kingdom. The Company forms part of the HCL group, and the ultimate parent company is HCL Technologies Limited registered in India.

HCL (Netherlands) B.V. is primarily engaged in selling and marketing of HCLT Group's services in local region and together with HCLT India (including other HCL affiliates) is providing IT services to technology vendors, software product companies, and medium to large end-user organizations in Netherlands.

Annual yield

During the year ended 31st March'2019 the turnover of the Company is € 39,492,038 as compared to €44,002,589 in the previous financial year. The profit for the current period is € 1,481,135.

II. Company situation

Financial situation

Fixed assets and depreciation

The depreciation was conducted according to the linear depreciation method. Deductions are recorded pro-rata for acquisitions and disposals. For the financial year, the depreciation amounted to € 86,257 (2017/18: € 85,835).

Share Capital In FY 2018/19

As on March 31, 2019, the capital stock and capital surplus together amount to an unchanged € 18,151.

Dividend

During the period the Company has not paid any dividend to its shareholder HCL Great Britain Limited.

Cash flow

During the period there was net cash inflow of € 5,894,540 (2017/18: net cash outflow of € 542,000). The main reason for increase in cash flow from operating activities in comparison to last year is due to realization of trade receivables during current year.

Ratios:

The solvency ratio and current ratio of the company as on 31 March 2019 is 0.15 and 1.20 (2017/2018: 0.11 and 1.24) respectively.

Performance development

Development of sales: Satisfactory development of sales due to the strong market conditions.

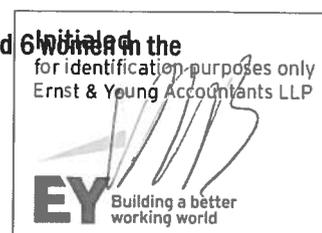
Development of costs: The operating costs increased commensurate to the overall business of the Company.

Development of profits: The profits before taxes amounted to € 2,067,415. After income taxes, there was a profit for the financial year of € 1,481,135.

Personnel

Number and structure of employees

For the financial year, the average number of employees were 93 which comprised of 87 men and 6 women in the Company (2017/18: 67).



Personnel guidelines

The Company is obligated to treat all employees with equality, independent of sex, race, color, handicap or family status. The Company offers continuing education and training for handicapped employees. If the handicap occurs after entering the Company, the Company is obligated to continue employing this individual and adequately qualifying this employee. The Company is also obligated to regularly communicate relevant internal news and decisions. If decisions are made that affect the employees, the employees' opinions will be considered during the decision process.

Risks Influencing development

The software industry is continuing to grow in a dynamic and strongly competitive environment. This sector is characterized by fast technological changes and innovations that constantly challenge the existing and conventional business models.

The Company is confronted with multiple business risks, the most important of which are detailed below:

Dependencies/concentrations

The group led by the parent company, HCL Technologies Ltd. in India, which HCL Netherlands (B.V.) belongs to, maintains a broad customer base to ensure the independence from individual clients, special services, or geographical factors.

Human resources

Keeping with the parent Company, the Company approved an initiative by the name of "Employee first". Together with other measures, the goal of this initiative is to make the Company an attractive employer.

Principal risks and uncertainties

The software industry thrives on a dynamic and highly competitive business environment, characterised by rapid technological changes and innovations that constantly challenge the conventional business models. The Company faces several business risks, of which prominent ones are discussed below along with the Company's strategy to mitigate these risks:

1. Technology related risks

Risk

The Company operates in an ever evolving and dynamic technology environment and it is of utmost importance that the Company continuously reviews and upgrades its technology, resources and processes to avoid obsolescence.

HCL Group strategy

The Company is not dependent on any single technology or platform. It has developed competencies in various technologies, platforms and operating environment and offers wide range of technology options to clients to choose from for their needs.

2. Competition related risks

Risk

The overall market growth is slowing and more and more competitors are vying with each other for market share. The line is diminishing between the traditional IT services players and non-traditional players. Now the customers have more choices of technology, vendors and service models which force every entity to perform to their best capabilities and to enhance them.

HCL Group strategy

The Company has been quick to respond to the changing competitive dynamics. Our business model is increasingly shifting from the traditional outsourcing to a non-linear model and growth is being triggered by the alternative outsourcing approach.



3. Business continuity & information security

Risk

The Company is dealing in maintaining, developing and operating time critical Business and IT applications for various customers and any catastrophe may halt business activities and cause irreparable damage to the brand reputation of the Company. Similarly, the vital need for confidentiality and security of confidential data both belonging to clients as well as the Company itself also pose risks of leaks, loss or compromise of information.

HCL Group strategy

The Company has put in place a comprehensive business continuity program to ensure that it meets its business continuity and disaster recovery related requirements. There is also an Information Security team to assess and manage the information security and data privacy and related risks by leveraging on People, Processes & Technology.

Risk Appetite and Management.

As part of its risk management measures, the Company is continually monitoring the most common risk associated with the software industry i.e. frequent changes in technologies. In the Company's opinion, company is well versed to adopt the changes in technologies via research and development which is done centrally by the parent company. Hence, adoption of changes in technologies offers adequate coverage for the financial consequences of the Company's business. The financial impact of this risk can't be quantified.

Further, ultimate holding company i.e. HCL Technologies Limited will provide financial support (if required) to HCL Netherland B.V. to meet any of its financial liability. The Company believes that the support from the parent company also offers adequate coverage to finance its current and future financial obligations.

Research and Development

As the Company has the function of a sales office, the research and development is done centrally by HCL Technologies Limited.

III. Prognosis of future development

The Directors believe that future profits will be created through the positive business development. In order to sustain the business operations, the parent company is obligated to provide financial support if needed. The company will focus on three categories of service for development of business :

Software Services : Information Technology ("IT") services such as custom application development and maintenance, technology services, product engineering, and package implementation.

Infrastructure Services : Infrastructure related IT enabled services such as Remote Infrastructure Management ("RIM"), data center operations, end user computing, network management, and security management.

Business Process Outsourcing Services : IT enabled services such as technical helpdesk, back office services, transaction processing, and call center services.

Below are the brief out look on business:

1. Outlook on R&D :

The research and development is done centrally by the parent company, HCL Technologies Ltd.



2. Outlook on business (e.g. expectation of sales, customers, etc.), including but not limited to:

The Company has strong customer base in the Netherlands and primarily having 48 active engagements with the well known customers.

Many of the engagements are pan European in nature so delivering services to multiple countries within EU region. As Netherlands is conveniently located within EU region and given its strong economic performance, is a good hub for our growth in EU region. Plus, in order to service clients in the region, the Company will invest in a local talent pool more as opposed to delivering from global delivery centers. The Company requires significant amount of local consulting capability and program management capability to manage such large client engagements. The Company has recently started the process to set-up a small delivery center in The Hague to service the clients across the region in the new wave of "Customer Experience Service Delivery" and to help clients to become more digitized organizations. This will create more employment opportunities in the region and will ultimately lead more jobs in the local market. Immediately, we do anticipate new jobs to be fulfilled from the local market either through direct recruitment or on a contract basis from our local partners.

2.1 Strategy of financing and expected or planned future financing

The Company may require investment funds mostly on two fronts – operational expense of the company and sales/marketing investments.

2.2 Strategy of human resources and expected or planned future changes to human resources

The Company is expecting to have growth in the business in Netherland as well as in EU regions, hence it is expected that more employment opportunities may result in the company.

2.3 Known future circumstances which significantly influence the profitability or recoverability

The Company is consistently growing year on year and also expecting good business opportunities which will result not only in growth of the company but also growth of the region. The company is focusing on the following:

- Engagement of local talent people more as opposed to delivering from global delivery centers.
- Significant amount of local consulting capability and program management capability need to be added to our overall portfolio
- To pursue and explore inorganic means to acquire capability to meet our revenue goals and also capability objectives

The Board of Managing Directors

Prateek Agarwal

Subramanian Gopalakrishnan

Shiv Kumar Walia

Bejoy Joseph George

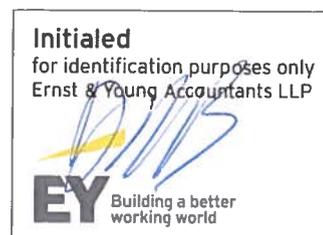
The Hague, The Netherlands

Date: -----



FINANCIAL STATEMENTS

For the financial year 01-04-2018 to 31-03-2019



2. Balance sheet as at March 31, 2019

All amounts in € after appropriation of result

Assets

		<u>March 31, 2019</u>	<u>March 31, 2018</u>
Fixed assets			
Tangible fixed assets	Note (1)	276,270	184,920
Intangible fixed assets	Note (1)	-	95
Financial fixed assets	Note (2)	603,646	245,091
		<u>879,916</u>	<u>430,106</u>
Current assets			
Receivables	Note (3)	19,330,867	21,787,231
Inventory (finished goods for resale)	Note (4)	-	45,149
Cash at bank	Note (5)	6,532,489	637,949
		<u>25,863,356</u>	<u>22,470,329</u>
Total assets		<u><u>26,743,272</u></u>	<u><u>22,900,435</u></u>

Shareholder's equity and liabilities

		<u>March 31, 2019</u>	<u>March 31, 2018</u>
Shareholder's equity	Note (6)		
Share capital		18,151	18,151
Retained earnings		<u>3,925,613</u>	<u>2,444,478</u>
		<u>3,943,764</u>	<u>2,462,629</u>
Non Current liabilities		1,495,986	2,325,179
Current liabilities	Note (7)	21,303,522	18,112,627
Total shareholder's equity and liabilities		<u><u>26,743,272</u></u>	<u><u>22,900,435</u></u>

3. Profit and loss account

for the financial year ended March 31, 2019

		<u>March 31, 2019</u>	<u>March 31, 2018</u>
Net turnover	Note (8)	39,492,038	44,002,589
Cost of Sales	Note (9)	(30,023,931)	(33,895,541)
Total operating income		9,468,107	10,107,048
Wages and salaries	Note (10)	(5,451,349)	(5,800,121)
Pensions and social security charges	Note (11)	(706,194)	(680,184)
Depreciation/Amortization	Note (1)	(86,257)	(85,835)
Other operating expenses	Note (12)	(1,265,211)	(1,242,687)
Total operating expenses		(7,509,011)	(7,808,827)
Financial income and (expense)	Note (13)	108,319	(145,954)
Other Income		-	-
Profit before taxation		2,067,415	2,152,267
Income taxes	Note (14)	(586,280)	(543,257)
Net profit		1,481,135	1,609,010

4. Statement of Cash Flows

for the financial year ended March 31, 2019

	March 31, 2019	March 31, 2018
<i>Operating activities</i>		
Profit before tax	2,067,415	2,152,267
Adjustments to reconcile net income with net cash provided by operating activities:		
- Depreciation and amortization	86,257	85,835
- (Profit)/Loss on disposal of fixed assets	(1,717)	63
- Interest expense	394	7,670
- Interest Income	(22,669)	(10,395)
- Change in receivables	3,469,985	(13,256,389)
- Change in current/non current assets	(983,248)	1,327,501
- Change in inventory	45,149	107,373
- Change in long term and short term liabilities	1,811,077	9,864,443
- Income tax paid	(445,366)	(810,478)
Net cash provided by operating activities	6,027,277	(532,110)
<i>Investing activities</i>		
- Interest received	22,669	10,395
- Investment in tangible fixed assets	(156,923)	(12,615)
- Insurance Claim received	1,911	-
Net cash used in investing activities	(132,343)	(2,220)
<i>Financing activities</i>		
- Interest paid	(394)	(7,670)
Net cash used in financing activities	(394)	(7,670)
Change in cash	5,894,540	(542,000)
Cash at beginning of financial year	637,949	1,179,949
Cash at end of financial year	6,532,489	637,949

5 Notes to the Financial Statements

General

The Company forms part of the HCL group, the ultimate parent is HCL Technologies Ltd. at Uttar Pradesh, India. HCL Netherlands B.V. registered at Prinses Margrietplint 50, unit E9.02 's-Gravenhage is a wholly owned subsidiary of HCL Great Britain Limited at Maidenhead, United Kingdom.

The registration number of HCL Netherlands B.V. is 27170676.

Basis for preparation of the Financial Statements

- (i) The financial statements are prepared in accordance with Part 9 of Book 2 of the Dutch civil code.
- (ii) The current year figures are comparable to those of previous year.
- (iii) The reporting and functional currency of the company is Euro.

Accounting Policies

- (iv) Use of estimates

The preparation of financial statements in conformity with Dutch GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Examples of such estimates include estimates of expected contract costs to be incurred to complete software development, provision for doubtful debts and estimated useful life of fixed assets. Actual results could differ from these estimates. Any revision in accounting estimates is recognised prospectively in current and future periods.

- (v) Fixed assets

Fixed assets are stated at the cost of acquisition including incidental costs related to acquisition and installation.

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

- (vi) Depreciation of fixed assets

Depreciation of fixed assets is provided on the straight-line method based on estimated useful lives as estimated by the management. Depreciation is charged on a pro-rata basis for assets purchased/ sold during the year.

a) Tangible Assets

Category of asset	Useful life (Years)
Computer & Networking equipment	4 to 5
Furniture, Fixtures & office equipment	5 to 7
Plant & Equipment	10 to 17

b) Intangible Assets

Category of asset	Useful life (Years)
Software	1-3

Initialed for identification purposes only
Ernst & Young Accountants LLP



Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the dated when the asset is available for use. If persuasive evidence exists to the affect that useful life of an intangible asset exceed ten years, the Company amortizes that intangible asset over the best estimate of its useful life.

Software is depreciated over 1-3 years depending upon tenure of project for which the asset is purchased where as Assembled work force is depreciated over its useful life.

(vii) Operating Leases

Lease payments under an operating lease are recognised as an expense in the profit and loss account on straight - line basis over the lease term.

(viii) Revenue recognition

Revenue from software services comprises income from time and material and fixed price contracts. Revenue with respect to time and material contracts is recognized as related services are performed. Revenue from fixed price contracts and fixed time frame contracts is recognized in accordance with the percentage completion method under which the sales value of performance, including earnings thereon, is recognized on the basis of cost incurred in respect of each contract as a proportion of total cost expected to be incurred. The cumulative impact of any revision in estimates of the percentage of work completed is reflected in the year in which the change becomes known. Provisions for estimated losses are made during the year in which a loss becomes probable based on current contract estimates. Revenue from sale of licenses for the use of software applications is recognized on transfer of title in the user license. Revenue from annual service contracts is recognized on a pro rata basis over the period in which such services are rendered. Income from revenue sharing agreements is recognized when the right to receive is established.

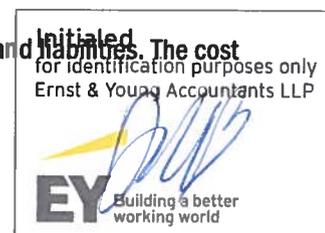
Earnings in excess of billing are classified as unbilled revenues, while billing in excess of earnings are classified as unearned revenue. Incremental revenue from existing contracts arising on future sales of the customers' products will be recognized when it is earned. Revenue and related direct costs from transition services in outsourcing arrangements are deferred and recognized over the period of the arrangement. Certain upfront non-recurring costs incurred in the initial phases of outsourcing contracts and contract acquisition costs, are deferred and amortized usually on a straight line basis over the term of the contract. The Company periodically estimates the undiscounted cash flows from the arrangement and compares it with the unamortized costs. If the unamortized costs exceed the undiscounted cash flow, a loss is recognized.

The Company accounts for volume discounts and pricing incentives to customers. The discount terms in the Company's arrangements with customers generally entitle the customer to discounts, if the customer completes a specified level of revenue transactions. In some arrangements, the level of discount varies with increases in the levels of revenue transactions. The Company recognizes discount obligations as a reduction of revenue based on the ratable allocation of the discount to each of the underlying revenue transactions that result in progress by the customer toward earning the discount.

Revenues are shown net of sales tax; value added tax, service tax and applicable discounts and allowances. The revenue is recognized net of discounts and allowances.

(ix) Expenditure

Expenses are accounted for on the accrual basis and provisions are made for all known losses and liabilities. The cost of services for software development is charged to profit and loss account in the same year.



(x) Foreign exchange transactions

Foreign exchange transactions are recorded at the exchange rates prevailing at the date of transaction. Foreign currency Realised gains and losses on foreign exchange transactions are recognised in the profit and loss account. Foreign currency monetary assets and liabilities are translated at the financial year end rate whereas non monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction and resultant gains/losses on foreign exchange translations are recognised in the profit and loss account.

(xi) Employee benefits

The Company and employees contribute to the social security scheme in accordance with the local statutory requirements. The employees of the Company are entitled to compensated absences. The Company records an obligation for compensated absences in the period in which the employee renders the service that increase this entitlement. The Company measures the expected cost of compensated absence as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date.

(xii) Pension

The Company has defined contributory pension plans covering all its employees. Pension obligations are funded through annual premiums.

(xiii) Taxation

Company tax is calculated at the applicable rate on the result for the financial year, taking into account permanent differences between profit calculated according to the financial statements and profit calculated for taxation purposes, and with which deferred tax assets (if applicable) are only valued in so far as their realisation is likely. The Deferred tax is on account of difference in written down value of fixed assets due to different rates prescribed in Companies act and income tax act.

(xiv) Provisions and Contingent liabilities

A provision is recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xv) Inventory

Stock-in-trade, stores and spares are valued at the lower of the cost or net realizable value. 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.

(xvi) Risks

- Financial risk management

The Company's operations expose it to a variety of financial risks that include foreign exchange rate risks, credit risks and liquidity risks. The group has adequate controls in place that seek to minimise the adverse effects of these financial risks on the company's financial performance.



- Foreign exchange rate risk

Foreign exchange rate risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the company's functional currency. Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Exchange differences arising on the settlement of monetary items, or on reporting such monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

- Credit risk

The Company has no significant concentrations of credit risk as the company has a large number of customers base. It has policies in place to ensure that the provisions of consulting services are made to renowned customers or those with an appropriate credit history. The company also has policies and procedures in place for the control and monitoring of its credit risk. The company has a dedicated team for the close follow up for realisation from the customers and adequate provision for doubtful debts is created wherever required as per group policy. During the year there was no significant amount identified for which the company is required to create the provision.

- Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and short term bank deposits. The Managing Directors do not see any significant liquidity risk involved. The company's liquidity risk is further mitigated through the availability of financing from its ultimate parent undertaking.

(xvii) Notes to offsetting

Assets and liabilities are offset and the net amount is reported in the 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.

(xviii) Notes to the statement of cash flows

The Company applies the indirect method. The statement of cash flows is derived from the profit and loss account and other changes between the opening and closing balance sheets, eliminating the effect of currency translation differences.

(xvix) Transactions with related parties

Transactions with related parties are assumed when a relationship exists between the Company and a natural person or entity that is affiliated with the Company. This includes, amongst others, the relationship between the Company and its subsidiaries, shareholders, directors and key management personnel.

There have been no transactions with related parties that have not been carried on normal market terms.

Fixed assets (1)**a) Tangible fixed assets**

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Machinery and equipment	270,499	176,664
	<u>270,499</u>	<u>176,664</u>

Movements in these items were as follows:

	Machinery and equipment	
	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Opening acquisition cost	598,858	608,583
New acquisitions for the year	180,191	6,661
Disposal for the year	(3,648)	(16,386)
Closing acquisition cost	775,401	598,858
Opening accumulated depreciation	(422,194)	(370,616)
Disposal for the year	3,454	16,323
Depreciation for the year	(86,162)	(67,901)
Closing accumulated depreciation	(504,902)	(422,194)
Net Block	<u>270,499</u>	<u>176,664</u>

Tangible fixed assets are:

- valued at purchase price less accumulated depreciation;
- depreciated linearly with a fixed percentage of the purchase price, based on the estimated economic lifetime.

b) Capital Work in Process

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Opening acquisition cost	8,256	-
New addition for the year	5,771	8,256
Transferred to fixed assets for the year	(8,256)	-
Closing acquisition cost	<u>5,771</u>	<u>8,256</u>

c) Intangible fixed assets

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Software	-	95
	<u>-</u>	<u>95</u>



Movements in these items were as follows:

	Software	
	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Opening acquisition cost	195,600	195,600
New acquisitions for the year	-	-
Disposal for the year	-	-
Closing acquisition cost	<u>195,600</u>	<u>195,600</u>
Opening accumulated depreciation	(195,505)	(177,572)
Disposal for the year	-	-
Depreciation for the year	(95)	(17,933)
Closing accumulated depreciation	<u>(195,600)</u>	<u>(195,505)</u>
Net Block	<u>-</u>	<u>95</u>

Intangible fixed assets are:

- valued at purchase price less accumulated depreciation;
- depreciated linearly with a fixed percentage of the purchase price, based on the estimated economic lifetime.

Financial fixed assets (2)

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Finance lease receivables	213,654	136,868
Deferred Cost	57,585	97,574
Deferred tax assets	297,242	10,649
Security Deposits	34,225	-
Prepaid Expenses	940	-
	<u>603,646</u>	<u>245,091</u>

Receivables (3)

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Trade receivables	2,168,639	3,768,027
Amount receivables from group companies	13,428,520	15,299,118
Deferred tax assets	205,137	-
Other amounts receivables	124,156	209,788
Prepayments and accrued income	3,404,415	2,510,298
	<u>19,330,867</u>	<u>21,787,231</u>

The allowance for doubtful debts charged to 'Trade receivables' amounted to € 2,312 (2017/18: € 5,383) and has been charged to the profit and loss account. Other receivables can be broken down as follows:

Prepayments and accrued income can be broken down as follows:

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Deferred cost	45,319	45,499
Unbilled receivables	2,492,279	2,040,101
Advance Tax	54,058	156,860
Deposits	34,363	36,479
Finance lease receivable	641,793	166,815
Other prepayments	136,603	64,944
	<u>3,404,415</u>	<u>2,510,298</u>



Inventory (4)

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Finished goods	234	76,793
Impairment of finished goods	(234)	(31,644)
	<u>-</u>	<u>45,149</u>

For the financial year the amount recognized in profit and loss account for Impairment of finished goods is (EUR 31,410) (2017/18 EUR 234).

Cash at bank (5)

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Cash at bank	6,532,489	637,949
	<u>6,532,489</u>	<u>637,949</u>

There are no restrictions on the availability of cash and cash equivalents. These are readily available.

Shareholder's equity (6)

	<u>Share Capital</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance at April 1, 2018	18,151	2,444,478	2,462,629
Profit for the year 2018/19	-	1,481,135	1,481,135
Distribution of dividend	-	-	-
Balance at March 31, 2019	<u>18,151</u>	<u>3,925,613</u>	<u>3,943,764</u>

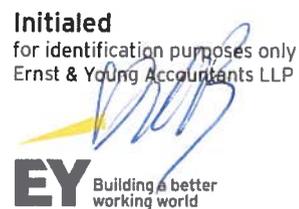
Current liabilities (7)

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Trade creditors/suppliers	91,920	535,046
Amounts payable to group companies	17,490,802	14,855,567
Taxes and social security contributions	977,809	407,695
Accruals and deferred income	2,742,991	2,314,319
	<u>21,303,522</u>	<u>18,112,627</u>

Accruals and deferred income recognised in the balance sheet can be broken down as follows:

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Accrued holiday entitlements and overtime	115,355	137,978
Bonuses/profit share payable	238,808	288,480
Other costs payable	1,480,374	1,005,363
Deferred Revenue	908,454	882,498
	<u>2,742,991</u>	<u>2,314,319</u>

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The taxes and social security charges payable recognised in the balance sheet can be broken down as follows:

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Social security contributions payable	247,289	259,224
VAT payable	196,989	144,781
Income tax payable	533,531	3,690
	<u>977,809</u>	<u>407,695</u>

Net turnover (8)

	<u>For the financial year ended March 31, 2019</u>		
	Third Parties	Inter- Company	Total
Standard software services	33,878,825	4,856,819	38,735,644
Sale of goods	677,563	78,831	756,394
	<u>34,556,388</u>	<u>4,935,650</u>	<u>39,492,038</u>

	<u>For the financial year ended March 31, 2018</u>		
	Third Parties	Inter- Company	Total
Standard software services	34,057,517	9,541,925	43,599,442
Sale of goods	403,147	-	403,147
	<u>34,460,664</u>	<u>9,541,925</u>	<u>44,002,589</u>

Geographical wise revenue for the financial year ended March 31, 2019 is as below:

<u>Geography</u>	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
America	612,721	1,266,306
Europe	38,427,152	36,954,877
India	409,293	5,619,579
Others	<u>42,872</u>	<u>161,827</u>
	<u>39,492,038</u>	<u>44,002,589</u>

Finance Lease: In case of assets given on lease

The Company has given IT equipments to its customers on a finance lease basis. The future lease receivables in respect of assets given on finance lease are as follows:

	Total minimum lease payments receivable	Interest Included in minimum lease payments receivable	Present value of minimum lease payments receivable
As on 31 March 2019			
Not later than one year	648,433	6,641	641,793
Later than one year and not later than 5 years	240,419	26,765	213,654
	888,852	33,406	855,447
As on 31 March 2018			
Not later than one year	171,460	4,645	166,815
Later than one year and not later than 5 years	146,299	9,431	136,868
	317,759	14,076	303,683

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Cost of Sales (9)

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Consulting charges group	27,568,310	30,787,252
Consulting charges Others	248	163,183
Cost of goods sold	714,225	389,905
Annual maintenance charges	621,545	191,144
Hosting charges	929,812	438,145
Direct cost on reimbursement	357	1,345,393
Others	189,434	580,519
	<u>30,023,931</u>	<u>33,895,541</u>

Wages and salaries (10)

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Wages and salaries	4,913,766	5,323,879
Other staff costs	537,583	476,242
	<u>5,451,349</u>	<u>5,800,121</u>

The fixed differentiated insurance premiums for future risks relating to employee disability are not expected to have any material effect on future staff costs.

Pensions and social security charges (11)

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Pension charges	159,510	114,894
Social security charges	546,684	565,290
	<u>706,194</u>	<u>680,184</u>

Other operating expenses (12)

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Other operating expenses	(150,705)	93,854
Legal and professional charges	118,386	329,910
Travel costs	467,718	(52,619)
Establishment & maintenance	319,503	383,113
Marketing costs-others	323,146	221,072
Marketing costs-Group	-	168,540
Communication	187,163	98,817
Total other operating expenses	<u>1,265,211</u>	<u>1,242,687</u>

Financial income and expense (13)

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Interest expenses and similar charges related to bank	394	7,670
Interest and similar income related to bank	(22,669)	(10,395)
Loss/(Gain) on foreign exchange fluctuations	(92,892)	139,511
Miscellaneous financial expenses	6,848	9,168
Total financial (income) / expense	(108,319)	145,954

Income taxes (14)

The tax charge in the profit and loss account can be broken down as follows:

	<u>For the financial year ended March 31, 2019</u>	<u>For the financial year ended March 31, 2018</u>
Taxes on profit for the financial year	1,078,009	543,489
Deferred Tax	(491,729)	(232)
Total tax charge	586,280	543,257

The effective tax rate for the financial year is 28.36% (2017/18: 25.25%).

Workforce (15)

The average number of staff employed by the company in 2018/19 was 93 (2017/18: 67) comprises of 87 men and 6 women and all employees are located in the Netherlands.

Employee Benefit Plan (16)

In Netherland employee and employer contribute towards the pensions depending upon the age and the salary of the employee. This scheme is known as defined contribution scheme. A defined contribution scheme means that HCL makes a pension premium available which depends on employee salary and age. Since every inhabitant of the Netherlands is entitled to a state old-age pension, the so-called "AOW", this must be taken into account in relation to pension accrual with HCL. This is done by deducting the AOW offset from the pensionable salary.

Remuneration to Board (17)

There is no remuneration paid to Board because members are assigned to another Group entity.

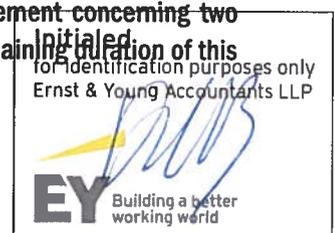
Equity interests (18)

(Ultimate) Parent company

HCL Technologies Limited, is the ultimate parent company of HCL (Netherlands) B.V. and includes the financial data of HCL (Netherlands) B.V. in its consolidated financial statements.

Commitments and contingencies (19)

Operating leases – the company as lessee The Company has a rent agreement concerning two office buildings with an annual rent of € 6,498 and € 7,323. The rent is indexed yearly, the remaining duration of this agreement are 48 months and 3 months respectively.



The Company has concluded operating leases as lessee relating to Office Premises. The future minimum lease payments can be broken down as follows:

	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Less than 1 year	99,947	59,823
Between 1 and 5 years	233,938	-
More than 5 years	-	-
Total	<u>333,885</u>	<u>59,823</u>

The Company has a rent agreement concerning parking spaces with an annual rent of € 11,959. The rent is indexed yearly, the remaining duration of this agreement is undefined.

The Company has issued a guarantee of € 19,287 in favour of Bouwinvest Dutch Institutional B.V. The guarantees have no fixed expiry date.

Other commitments not shown in the balance sheet

No guarantees have been issued by the Company for members of the Board of Managing Directors, its group companies or subsidiaries.

All commitments to related parties are included in the balance sheet.

Audit fees (20)

The costs of the Company for the external auditor, the audit organisation and the entire network to which the audit organisation belongs charged to the financial year are set out below:

	Ernst and Young Accountants LLP	Other than Ernst and Young Accountants LLP
Audit of Financial statements	27,623	-
Total	<u>27,623</u>	<u>-</u>

Subsequent Events (21)

The Company has evaluated all the subsequent events through ----- which is the date on which these financial statements were issued, and no events have occurred from the balance sheet date through that date that would have material impact on the financial statements. The management has decided to merge HCL Netherland BV into HCL Technologies BV subsequent to financials year 2018-19.



6 Other information

Articles of Association provisions governing profit appropriation

In accordance with the Company's Articles of Association the result is at the disposal of the Shareholder's meeting. The Company can only distribute profits to its' shareholder and other entitled entities, as far as Shareholder's equity exceeds the total of the issued and paid-up share capital together with the statutory and legal reserves. The proposal is to add current period's results to the retained earnings and this is already processed as such in the financial statements.

The Board of Managing Directors

Prateek Aggarwal

Subramanian Gopalakrishnan

Shiv Kumar Walia

Bejoy Joseph George

Date: -----

