

# Report and Financial Statements

## Axon Solutions Limited

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For the year ended 31 March 2022

**Registered number : 02976395**

## Company Information

<b>Directors</b>	Mr. Manish Anand Mr. Shiv Walia Mr. Rahul Singh Mr. Ajit Kumar Mr. Goutam Rungta
<b>Registered number</b>	02976395
<b>Registered office</b>	Axon Centre Church Road Egham Surrey TW20 9QB United Kingdom
<b>Independent auditors</b>	KNAV Hygeia bulidng, Ground floor 66-68, College road Harrow, Middlesex HA1 1BE, UK
<b>Bankers</b>	Deutsche Bank AG London Branch Winchester House 1 great Winchester Street London EC2N 2DB

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# Strategic report

For the year ended 31 March 2022

## Introduction

The directors present their Strategic Report for the year ended 31 March 2022.

## Principal activities

The company's principal activity is to act as holding company for the investment in the shares of companies providing services associated with IT and business services, engineering and R & D services and services related to products and platforms.

## Review of business

The results of the Company and its key performance indicators ("KPI") are as follows:

	31 March 2022 £000	31 March 2021 £000
Operating loss	(27)	(31)
Profit for the financial year	87	13,527
Investments	<u>7,062</u>	<u>7,062</u>

The profit for the FY 21 was increased mainly on account of profit of £ 12,310k from the sale of its trading business to its fellow subsidiary.

There are no non financial KPI that management monitors.

## Principal risks and uncertainties

Aside from investments, the Company principally engages in short term financial instruments and mitigates exposure to the associated risks of these instruments with support from the ultimate parent company and other entities within the wider group. The Company also closely monitors the results of its investments to determine whether the carrying values are appropriate.

The UK left the EU on 31st December 2020. Aside from resultant foreign exchange movements this did not have any adverse impact on the company's business so far and management will further follow up if any measures are necessary to reduce potential business risk.

# Strategic report (continued)

For the year ended 31 March 2022

## Financial Instruments

The Company's operations expose it to a variety of financial instrument related risks such as foreign exchange risk and liquidity risk. The Company has adequate controls in place that seek to minimise the adverse effects of these financial risks on the Company's financial performance.

### 1. Foreign exchange rate risk

Foreign exchange rate risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency which is not the Company's functional currency. The ultimate parent company takes hedges to minimise the risk at overall group level. As per parent ultimate company's risk management policy, hedges are predominantly taken by ultimate parent company to hedge the foreign currency risk. In certain cases, to address specific risks, hedges may be taken at subsidiary level.

### 2. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and short term bank deposits. The Directors do not see any significant exposure to liquidity risk. The Company's liquidity risk is further mitigated through the availability of financing from its ultimate parent undertaking. The Company also has an overdraft facility from its banker which can be used as and if required.

Cash flow performance is monitored on an ongoing basis by the Board.

The company also carries material balances due from and to related parties. Exposure to credit and liquidity risk arising from related party is managed by principally transacting with other wholly owned related parties under central group treasury management.

### 3. Investment impairment risk

The most significant financial instrument held by the company is its investments in subsidiaries. The directors understanding of the risks associated with the investments held by the entity relate to the potential impairment of those investments. To identify any risk of impairment in a timely manner, the company reviews the financial performance of its investments on a regular basis.

### Impact of Covid

There is no impact of Covid-19 on the operations of the Company during the financial year.

This report was approved by the board of directors on 21 July 2022 and signed on its behalf.



**Shiv Kumar Walia**  
Director



**Goutam Rungta**  
Director

# Directors' report

For the year ended 31 March 2022

The directors present their report and the financial statements for the year ended 31 March 2022.

## Results and dividends

The profit for the year, after taxation, amounted to £87k (2021 -£13,527k).

The company has not made any political and charitable contributions during the year.

Dividend paid during the year, amounted to £25,739k (2021- Nil)

## Directors

The directors who served during the year and to the date of approving the financial statements were:

Mr. Manish Anand

Mr. Shiv Walia

Mr. Rahul Singh

Mr. Ajit Kumar

Mr. Subramanian Gopalakrishnan (Resigned with effect from 20 January 2022)

Mr. Goutam Rungta (Appointed with effect from 20 January 2022)

## Future developments

The company is an investment entity and plans to invest further in its existing subsidiaries.

## Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have made an assessment of future cash flows for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the company will have sufficient funds to meet its liabilities as they fall due for that period.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for atleast 12 months from the date of approval of financial statements and therefore have prepared the financial statements on a going concern basis.

## Post balance sheet events

Share capital and share premium reduction

On 11 April 2022, the shareholders has passed the special resolution to reduce the company's share capital from 100,150 shares of £0.01 each to 100 shares of £0.01 each and share premium from £51k to £Nil.

## Financial Instruments

Details of financial instruments are provided in the strategic report.

## Directors' report (continued)

For the year ended 31 March 2022

### Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### Reappointment of auditor

The auditors KNAV are deemed to be reappointed under section 487(2) of the Companies Act 2006.

This report was approved by the board of directors on 21 July 2022 and signed on its behalf.



**Shiv Kumar Walia**  
Director



**Goutam Rungta**  
Director

# Statement of Directors' Responsibilities in respect of the Strategic Report, the Directors' Report and the Financial Statements

**For the year ended 31 March 2022**

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



# Independent Auditor's Report to the Members of Axon Solutions Limited

## Opinion

We have audited the financial statements of Axon Solutions Limited (the 'company') for the year ended 31 March 2022, which comprise the Statement of Profit and Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the original financial statements were authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

# **Independent Auditor's Report to the Members of Axon Solutions Limited (continued)**

## **Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

## **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Directors' Report have been prepared in accordance with applicable legal requirements.

## **Matters on which we are required to report by exception**

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

## **Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities [set out on page 5], the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

# **Independent Auditor's Report to the Members of Axon Solutions Limited (continued)**

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

## **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

## **Extent to which the audit is capable of detecting irregularities, including fraud**

We design our procedures so as to obtain sufficient appropriate audit evidence that the financial statements are not materially misstated due to non-compliance with laws and regulations or due to fraud or error.

We are not responsible for preventing non-compliance and cannot be expected to detect noncompliance with all laws and regulations – this responsibility lies with management with the oversight of the Directors.

Based on our understanding of the Company and industry, discussions with management, we identified Companies Act 2006, Financial Reporting Standard 102 and UK taxation legislation as having a direct effect on the amounts and disclosures in the financial statements.

As part of the engagement team discussion about how and where the Company's financial statements may be materially misstated due to fraud, we did not identify any areas with an increased risk of fraud.

Our audit procedures included:

- enquiry of management about the Company's policies, procedures and related controls regarding compliance with laws and regulations and if there are any known instances of non-compliance;
- examining supporting documents for all material balances, transactions and disclosures;
- review of the Board of directors minutes;
- evaluation of the selection and application of accounting policies related to subjective measurements and complex transactions;
- analytical procedures to identify any unusual or unexpected relationships.

Owing to the inherent limitations of an audit, there is an unavoidable risk that some material misstatements of the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

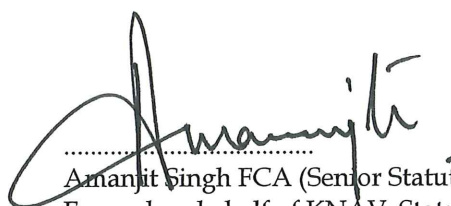
## Independent Auditor's Report to the Members of Axon Solutions Limited (continued)

The potential effects of inherent limitations are particularly significant in the case of misstatement resulting from fraud because fraud may involve sophisticated and carefully organized schemes designed to conceal it, including deliberate failure to record transactions, collusion or intentional misrepresentations being made to us.

A further description of our responsibilities is available on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Amanjit Singh FCA (Senior Statutory Auditor)  
For and on behalf of KNAV, Statutory Auditor

Hygeia Building  
Ground Floor  
66-68 College Road  
Harrow  
Middlesex  
HA1 1BE

Date: 21 July 2022

# Statement of profit and loss and other comprehensive income

For the period ended 31 March 2022

		Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
	Note		
Administrative expenses		(27)	(31)
<b>Operating loss</b>	4	<b>(27)</b>	<b>(31)</b>
Other non- operating income		361	1,526
Interest receivable and similar income	6	81	22
Interest payable and similar charges	7	(5)	(15)
Profit on sale of business		-	12,310
<b>Profit before tax</b>		<b>410</b>	<b>13,812</b>
Tax on profit	8	(323)	(285)
<b>Profit for the year</b>		<b>87</b>	<b>13,527</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>87</b>	<b>13,527</b>

The notes on pages 13 to 24 form part of these financial statements.

All amounts relate to continuing operations.

## Statement of Financial Position

As at 31 March 2022

	Note	31 March 2022 £000	31 March 2021 £000
<b>Fixed assets</b>			
Investments	9	<u>7,062</u>	<u>7,062</u>
		7,062	7,062
<b>Current assets</b>			
Debtors: amounts falling due after more than one year	10	-	194
Debtors: amounts falling due within one year	10	17,612	48,145
Cash at bank and in hand	11	<u>15,793</u>	<u>8,508</u>
		33,405	56,846
Creditors: amounts falling due within one year	12	<u>(5,099)</u>	<u>(2,889)</u>
<b>Net current assets</b>		28,306	53,958
<b>Total assets less current liabilities</b>		<u>35,368</u>	<u>61,020</u>
<b>Net assets</b>		<u>35,368</u>	<u>61,020</u>
<b>Capital and reserves</b>			
Called up share capital	14	1	1
Share premium account	15	51	51
Equity reserve	15	20,647	20,647
Other reserve	15	(416)	(416)
Retained earnings		<u>15,085</u>	<u>40,737</u>
<b>Shareholder's funds</b>		<u>35,368</u>	<u>61,020</u>

The financial statements were approved and authorised for issue by the board of directors and were signed on its behalf on 21 July 2022.



**Shiv Kumar Walia**  
Director



**Goutam Rungta**  
Director

The notes on pages 13 to 24 form part of these financial statements.

# Statement of Changes in Equity

For the year ended 31 March 2022

	Share capital	Share premium	Equity reserve	Other reserve	Retained earnings	Total equity
	£000	£000	£000	£000	£000	£000
At 1 April 2020	1	51	20,647	(416)	27,210	47,492
Profit for the year	-	-	-	-	13,527	13,527
Total comprehensive income for the year	-	-	-	-	13,527	13,527
At 31 March 2021	<u>1</u>	<u>51</u>	<u>20,647</u>	<u>(416)</u>	<u>40,737</u>	<u>61,020</u>
At 1 April 2021	1	51	20,647	(416)	40,737	61,020
Profit for the year	-	-	-	-	87	87
Total comprehensive income for the year	-	-	-	-	87	87
Dividend paid	-	-	-	-	(25,739)	(25,739)
At 31 March 2022	<u>1</u>	<u>51</u>	<u>20,647</u>	<u>(416)</u>	<u>15,085</u>	<u>35,368</u>

The notes on pages 13 to 24 form part of these financial statements.

# Notes to the financial statements

For the year ended 31 March 2022

## 1. Company information

Axon Solutions Limited is a company incorporated in England. The registered office is Axon Centre, Church Road, Egham, Surrey, TW20 9QB, United Kingdom.

## 2. Accounting policies

The financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standards Applicable in the UK and Republic of Ireland' and companies Act 2006 under historical cost convention except for derivatives which are measured at fair value.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The company's functional and presentational currency is Pounds Sterling (GBP). The financial statements are presented in round thousands.

The financial statements contain information about Axon Solutions Limited as an individual Company and are not consolidated financial statements. The Company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare group financial statements as it and its subsidiary undertakings are included in the group financial statements of its ultimate parent company, HCL Technologies Limited, a Company incorporated in India, which are publicly available at company's website <https://www.hcltech.com>.

### 2.1 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.
- the requirements of Section 11 Basic Financial Instruments.

This information is included in the consolidated financial statements of HCL Technologies Limited as at 31 March 2022 and these financial statements may be obtained from the Companies Registrar in India.



# Notes to the financial statements

For the year ended 31 March 2022

## 2. Accounting policies (continued)

### 2.2 Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have made an assessment of future cash flows for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the company will have sufficient funds to meet its liabilities as they fall due for that period.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of financial statements and therefore have prepared the financial statements on a going concern basis.

### 2.3 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

### 2.4 Impairment of assets

At each reporting date, fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the statement of profit and loss and other comprehensive income.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss and other comprehensive income.

### 2.5 Financial instruments

The Company enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like cash, trade and other accounts receivable and payable, forward contracts, loans to and from related parties and investments.

# Notes to the financial statements

For the year ended 31 March 2022

## 2. Accounting policies (continued)

### 2.5 Financial instruments (continued)

Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out right short term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of profit and loss and other comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re measured at their fair value. Changes in the fair value of derivatives are recognised in Statement of comprehensive statement as "exchange gain (losses)". Foreign exchange forward contracts are purchased to mitigate the risk of changes in foreign exchange rates.

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

# Notes to the financial statements

For the year ended 31 March 2022

## 2. Accounting policies (continued)

### 2.6 Foreign currency translation

The financial statements of the company are presented in Pounds Sterling.

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. 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 and 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. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Turnover, expense 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.

### 2.7 Interest income

Interest income is recognised in the Statement of profit and loss and other comprehensive income using the effective interest method.

### 2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of profit and loss and other comprehensive income, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

# Notes to the financial statements

For the year ended 31 March 2022

## 2. Accounting policies (continued)

### 2.8 Current and deferred taxation (continued)

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

### 2.9 Finance costs

Finance costs are charged to the Statement of profit and loss and other comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount.

## 3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS102 requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, turnover, costs, expenses and other comprehensive income that are reported and disclosed in the financial statements and accompanying notes. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

### Significant estimates and assumptions are used as follows

#### *Provisions against impairment of investments*

Using information available at the balance sheet date, the Directors make assumptions on any indication that those investments have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected investment is estimated and compared with its carrying amount. If the estimated net worth amount is lower, the carrying amount is reduced to its estimated net worth amount.

Changes in estimates are reflected in the financial statements in the year in which the changes are made. Actual results could differ from those estimates.

No impairment was recorded in current and prior period.

# Notes to the financial statements

For the year ended 31 March 2022

## 4. Operating loss

The operating loss is stated after charging/(crediting) :

	Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
Fees payable to the Company's auditor and its associates for the audit of the company's annual accounts	<u>18</u>	<u>18</u>

## 5. Directors' remuneration

All directors are also directors/ employees in other group companies within the HCL group of companies and all of these companies together are viewed as one business unit, and their remuneration is paid by the ultimate parent undertaking/ other group company. The directors believe that remuneration applicable towards the efforts for this company is negligible.

The company has no key management personnel other than directors.

## 6. Interest receivable and similar income

	Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
Interest receivable from group companies	79	15
Other interest receivable	<u>2</u>	<u>7</u>
	<u>81</u>	<u>22</u>

# Notes to the financial statements

For the year ended 31 March 2022

## 7. Interest payable and similar charges

	Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
Bank interest payable	5	15
	<u>5</u>	<u>15</u>

## 8. Taxation on profit

	Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
<b>Corporation tax</b>		
Current tax on profits for the year	78	235
Adjustments in respect of previous years	51	39
<b>Total current tax</b>	<u>129</u>	<u>274</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	50
Adjustment in respect of previous years	194	(39)
<b>Total deferred tax</b>	<u>194</u>	<u>11</u>
<b>Taxation on profit</b>	<u>323</u>	<u>285</u>

## Factors affecting tax charge for the year

The tax assessed at the standard rate of corporation tax in the UK of 19%(2021 -19%). The differences are explained below:

# Notes to the financial statements

For the year ended 31 March 2022

## 8. Taxation on profit (continued)

	Year ended 31 March 2022 £000	Year ended 31 March 2021 £000
Profit before tax	<u>410</u>	<u>13,812</u>
Profit multiplied by standard rate of corporation tax in the UK of 19% (2021 -19%)	78	2,624
<b>Effects of:</b>		
Expenses not deductible for tax purposes	1	(2,339)
Adjustment in respect of prior years	<u>244</u>	<u>-</u>
Total tax for the year	<u>323</u>	<u>285</u>

### Factors that may affect future tax charges

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will have a consequential effect on company's future tax charge. If this rate change had been substantively enacted at the current balance sheet date, there would be no change, as no deferred tax asset/liability has been set up the company as at balance sheet date.

## 9. Investments

	Investments in subsidiary companies £000
<b>Cost</b>	
At 1 April 2021	7,062
Disposal	-
<b>At 31 March 2022</b>	<u>7,062</u>
<b>Net Book value</b>	
<b>At 31 March 2022</b>	<u>7,062</u>
At 31 March 2021	<u>7,062</u>

# Notes to the financial statements

For the year ended 31 March 2022

## 9. Investments (continued)

### Subsidiary undertakings

The following were direct subsidiary undertakings of the Company:

Name	Country of Incorporation	Class of Shares	Holding	Principal activity	Registered address
HCL Investment (UK) Limited	England and Wales	Ordinary	92.49%	IT and IT Enabled services	Axon Centre, Church Road, Egham, Surrey TW20 9QB
HCL Technologies Chile Spa	Chile	Ordinary	100%	IT and IT Enabled services	EL Golf 40 Piso, Las Condes, Santiago, CP 755-0107, Chile

There is no change in percentage of holdings of subsidiary undertaking in comparison to previous years.

## 10. Debtors

	31 March 2022 £000	31 March 2021 £000
<b>Due after more than one year</b>		
Deferred tax	-	194
	<u>-</u>	<u>194</u>
	31 March 2022 £000	31 March 2021 £000
<b>Due within one year</b>		
Amounts owed by group undertakings	17,612	48,008
Unrealised gain on forward contracts	-	137
	<u>17,612</u>	<u>48,145</u>

Amounts owed by group undertakings include short term loans to group companies which incur interest at SONIA + 50 bps, are unsecured, and have no fixed date of repayment.



# Notes to the financial statements

For the year ended 31 March 2022

## 11. Cash and cash equivalents

	31 March 2022	31 March 2021
	£000	£000
Cash at bank	15,793	8,508
	<u>15,793</u>	<u>8,508</u>

## 12. Creditors : Amounts falling due within one year

	31 March 2022	31 March 2021
	£000	£000
Amounts owed to group undertakings	5,005	1,061
Corporation tax	72	231
Taxation and social security	-	353
Other creditors	-	1,211
Accruals and deferred income	22	33
	<u>5,099</u>	<u>2,889</u>

Amounts owed to group undertakings are interest free, unsecured and are repayable on demand.

## 13. Deferred tax

	Deferred tax
	£000
At 1 April 2021	194
Charged to profit and loss	(194)
<b>At 31 March 2022</b>	<u>-</u>
The amount charged to the profit and loss account is analysed as follows:	
	£000
Adjustments in respect of previous periods	194
	<u>194</u>

# Notes to the financial statements

For the year ended 31 March 2022

## 13. Deferred Tax (continued)

The deferred tax asset is made up as follows:

	31 March 2022 £000	31 March 2021 £000
Depreciation in excess of capital allowance	-	89
Other short term timing difference	-	105
	<u>-</u>	<u>194</u>

## 14. Share Capital

	31 March 2022 £000	31 March 2021 £000
<b>Allotted, called up and fully paid</b>		
100,150 Ordinary shares of £0.01 each	1	1
	<u>1</u>	<u>1</u>

## 15. Reserves

### Share premium

The share premium reserve of £51k (2021: £51k) includes all proceeds from share issues where proceeds have exceeded par value.

### Equity reserves

Equity reserves of £20,647k (2021: £20,647k) includes all proceeds from equity transactions, including share based payment transactions.

### Other reserves

Other reserves of £416k (2021:£416k) includes proceeds from transactions under common controls.

# Notes to the financial statements

For the year ended 31 March 2022

## 16. Fair value measurement

The Company records derivative financial instruments at fair value. The Company determines fair value 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 and in the principal or most advantageous market for that asset or liability.

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.

The fair value of derivative contracts at 31 March 2022 is Nil (2021- an asset of £10k). All derivative financial instruments are classified as level 2 instruments.

## 17. Related Party transactions

The company has taken advantage of the exemption available in section 33 of FRS102 from disclosing transactions with related parties that are wholly owned by HCL Technologies Limited group, on the basis that 100% of the Company's voting rights are controlled within the group and consolidated financial statements in which the Company is included are available on the company's website at <https://www.hcltech.com>.

## 18. Controlling Party

The Company is a subsidiary undertaking of Axon Group Limited. The Company's ultimate parent undertaking and controlling party is HCL Technologies Limited, a company incorporated in India.

The largest and smallest group of undertakings for which the group financial result have been prepared that include the result of the company is that headed by HCL Technologies Limited. The consolidated financial statements are available to the public on the company's website at <https://www.hcltech.com>.

## 19. Post balance sheet events

Share capital and share premium reduction

On 11 April 2022, the shareholders has passed the special resolution to reduce the company's share capital from 100,150 shares of £0.01 each to 100 shares of £0.01 each and share premium from £51k to £Nil.