



Hervé Gogibu  
expert-comptable  
commissaire aux comptes

## **ACTIAN FRANCE SASU**

Au capital de  
37000€

27 avenue de  
l'Opéra 75001  
PARIS

### **Report of the statutory auditor on the annual financial statements**

*Year ended 12/31/2023*

# Statutory Auditor's Report on the Annual Financial Statements - Fiscal Year Ended December 31, 2023

To the Sole Shareholder,

## **Opinion**

In accordance with the assignment entrusted to me by the decision of the sole shareholder dated April 22, 2021, I have audited the annual financial statements of ACTIAN France SASU for the fiscal year ended December 31, 2023, as attached to this report. I certify that the annual financial statements are, in accordance with French accounting rules and principles, regular and sincere and give a true and fair view of the results of operations for the past fiscal year as well as the financial position and assets of the company at the end of this fiscal year.

## **Basis for Opinion**

### **Audit Framework**

I conducted my audit in accordance with professional standards applicable in France. I believe that the evidence I have obtained is sufficient and appropriate to provide a basis for my opinion. My responsibilities according to these standards are set out in the section below entitled “Responsibilities of the Statutory Auditor for the Audit of the Annual Financial Statements”.

### **Independence**

I conducted my audit in compliance with the rules of independence applicable to me, for the period from January 1, 2023, to the date of issuance of my report, and in particular, I did not provide any prohibited services as defined by the code of ethics of the statutory auditing profession.

### **Justification of Assessments**

In accordance with the provisions of Articles L. 823-9 and R.823-7 of the French Commercial Code relating to the justification of my assessments, I inform you that the most important assessments I made, based on my professional judgment, focused on the appropriateness of the accounting principles applied, the reasonableness of significant estimates used, and the overall presentation of the financial statements. These assessments were made in the context of the audit of the annual financial statements taken as a whole and contributed to the formation of my opinion expressed above. I do not express an opinion on individual elements of these annual financial statements taken in isolation.

## **Verification of Other Documents Sent to the Sole Shareholder**

I also carried out, in accordance with the professional standards applicable in France, the specific verifications required by law. I have no comments to make on the fairness and consistency with the annual financial statements of the information provided in the other documents sent to the sole shareholder concerning the financial position and the annual financial statements.

## **Responsibilities of Management and Those Charged with Governance for the Annual Financial Statements**

Management is responsible for preparing annual financial statements that give a true and fair view in accordance with French accounting rules and principles, and for implementing the internal control it deems necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

When preparing the annual financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations.

The annual financial statements have been approved by your President.

## **Responsibilities of the Statutory Auditor for the Audit of the Annual Financial Statements**

My responsibility is to express an opinion on the annual financial statements based on my audit. My objective is to obtain reasonable assurance that the annual financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but it does not guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As stated in Article L.823-10-1 of the French Commercial Code, my role is to certify the financial statements, not to guarantee the viability or the quality of your company's management.

In conducting an audit in accordance with professional standards applicable in France, the statutory auditor exercises professional judgment throughout the audit. Additionally:

- He identifies and assesses the risks of material misstatement of the annual financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence that he considers sufficient and appropriate to provide a basis for his opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- He obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control;
- He evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- He assesses the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of his report; however, future events or conditions may cause the company to cease to continue as a going concern. If he concludes that a material uncertainty exists, he is required to draw attention in his report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify his opinion. His conclusions are based on the audit evidence obtained up to the date of his report;
- He evaluates the overall presentation, structure, and content of the annual financial statements, including the disclosures, and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Caen, May 22, 2024

**Herve GOGIBU**

**Actian France SAS**

**Financial Statements**

**31st December 2023**

**“Siret” identification number 487 632 044 00045**

Ferrières & Co SAS  
A firm of registered accountants  
46 rue du Général Foy  
75008 Paris

## BALANCE SHEET ASSETS

Assets		Financial year ending 31/12/2023 (12)			Financial year ending 31/12/2022 (12)
		Gross	Depreciation and impairment (deducted)	Net	Net
	Subscribed capital, not called up (I)				
Fixed assets	<b>Intangible fixed assets</b>				
	Start-up costs				
	Development expenses				
	Franchises, patents and similar rights				
	Goodwill <sup>1</sup>	2,197		2,197	2,197
	Other intangible fixed assets				
	Advances and down payments				
	<b>Tangible fixed assets</b>				
	Land				
	Buildings				
	Technical facilities, equipment and tools				
	Other tangible fixed assets	11,684	3,345	8,339	0
Fixed assets in progress					
Advances and down payments					
<b>Financial fixed assets</b>					
Holdings valued using the equity method					
Other holdings					
Receivables related to holdings					
Other capitalised securities					
Loans					
Other financial fixed assets	319		319	319	
<b>Total II</b>	<b>14,200</b>	<b>3,345</b>	<b>10,856</b>	<b>2,517</b>	
Current assets	<b>Stocks and work in progress</b>				
	Raw materials and consumables				
	Goods work in progress				
	Services work in progress				
	Semi-finished and finished goods				
	Finished goods for resale				
	Advances paid and down payments made on orders				
	<b>Receivables<sup>3</sup></b>				
	Customers and related accounts	2,892,365		2,892,365	2,859,090
	Other receivables	35,820		35,820	689
	Subscribed capital called up, unpaid				
	Investment securities				
Cash and cash equivalents	2,756,594		2,756,594	803,202	
Prepayments <sup>3</sup>	3,086,070		3,086,070	2,462,848	
<b>Total III</b>	<b>8,770,851</b>		<b>8,770,851</b>	<b>6,125,829</b>	
Equalisation accounts	Loan issue expenses to be spread over several years (IV)				
	Bond redemption premiums (V)				
	Foreign exchange difference – assets (VI)	47,723		47,723	9,899
	<b>Grand total (I+II+III+IV+V+VI)</b>	<b>8,832,774</b>	<b>3,345</b>	<b>8,829,429</b>	<b>6,138,244</b>

1) Including leasehold right

2) Including amount due within one year

3) Including amount due after more than one year

## BALANCE SHEET LIABILITIES

Liabilities		Financial year ending 31/12/2023 (12)	Financial year ending 31/12/2022 (12)
Equity	Capital (including paid-up: 37,000) Issue, merger and contribution premiums Revaluation differences	37,000	37,000
	<b>Reserves</b>		
	Statutory reserve	3,700	3,700
	Reserves stipulated in the articles of association and contractual reserves		
	Regulated reserves	406,066	29,326
	Other reserves		
	Amount carried forward		
	<b>Annual result (profit or loss)</b>	<b>24,297</b>	<b>376,740</b>
	Investment subsidies Regulated provisions		
	<b>Total I</b>	<b>471,064</b>	<b>446,766</b>
Other own funds	Income from equity issues Conditional advances		
	<b>Total II</b>		
Provisions	Provisions for risks Provisions for costs	47,723	9,899
	<b>Total III</b>	<b>47,723</b>	<b>9,899</b>
Debts <sup>1</sup>	<b>Financial debts</b>		
	Convertible bond loans Other debenture loans Bank borrowings Bank overdrafts Borrowings and miscellaneous financial debts	3,752,566	1,813,490
	Advances and down payments received for current orders		
	<b>Operating debts</b>		
	Supplier debts and related accounts Tax and national insurance debts	12,623 731,927	11,577 889,960
	Debts on fixed assets and related accounts Other debts		
	Deferred income <sup>1</sup>	3,813,526	2,966,552
	<b>Total IV</b>	<b>8,310,643</b>	<b>5,681,579</b>
Equalisation accounts	Foreign exchange differences – liabilities (V)		
	<b>Grand total (I+II+III+IV+V)</b>	<b>8,829,429</b>	<b>6,138,244</b>
	1) Including amount due within one year	8,310,643	5,681,579

## INCOME STATEMENT

	Financial year ending 31/12/2023 (12)			Financial year ending 31/12/2022 (12)
	France	Exports	Total	
<b>Operating income<sup>1</sup></b>				
Sales of goods				
Sales of finished goods				
Sales of services	3,861,992	1,012,558	4,874,550	3,329,408
<b>Net turnover</b>	<b>3,861,992</b>	<b>1,012,558</b>	<b>4,874,550</b>	<b>3,329,408</b>
Stored production				
Capitalised production				
Operating subsidies				
Write-backs of impairment, provisions and depreciation; expense transfers			9,899	
Other income			78	14,930
<b>Total operating income (I)</b>			<b>4,884,527</b>	<b>3,344,338</b>
<b>Operating expenses<sup>2</sup></b>				
Goods purchases				
Stock variation (goods)				
Purchases of raw materials and other consumables				
Stock variation (raw materials and other consumables)				
Other external purchases and expenses*			3,655,927	1,989,489
Taxes, levies and equivalent payments			12,646	11,097
Wages and salaries			736,483	623,105
National insurance contributions			323,545	284,095
Depreciation and impairment charges				
- for fixed assets: depreciation charges			753	274
- for fixed assets: impairment charges				
- for current assets: impairment charges				
- other provisions			47,723	9,899
Other expenses			29,963	9
<b>Total operating expenses (II)</b>			<b>4,807,040</b>	<b>2,917,967</b>
<b>1. Operating result (I-II)</b>			<b>77,487</b>	<b>426,371</b>
<b>Shares of results of joint operations</b>				
Profit accruing or loss transferred (III)				
Loss borne or profit transferred (IV)				

1) Including income pertaining to previous years

2) Including expenses pertaining to previous years



## INCOME STATEMENT

	Financial year ending 31/12/2023 (12)	Financial year ending 31/12/2022 (12)
<b>Financial income</b>		
Financial income from shareholdings <sup>3</sup>		
Income from other securities and fixed asset receivables <sup>3</sup>		
Other interest and similar income <sup>3</sup>		
Write-backs of impairment and provisions; expense transfers		
Foreign exchange gains		
Net income from sales of investment securities		
<b>Total V</b>		
<b>Financial charges</b>		
Depreciation and impairment and provisions		
Interest and similar charges <sup>4</sup>	48,390	12,919
Foreign exchange losses		
Net expenses for sales of investment securities		
<b>Total VI</b>	<b>48,390</b>	<b>12,919</b>
<b>2. Financial result (V-VI)</b>	<b>(48,390)</b>	<b>(12,919)</b>
<b>3. Pre-tax result before exceptional items (I-II+III-IV+V-VI)</b>	<b>29,097</b>	<b>413,451</b>
<b>Exceptional income</b>		
Exceptional income from management operations		
Exceptional income from capital operations		
Write-backs of impairment and provisions; expense transfers		
<b>Total VII</b>		
<b>Exceptional expenses</b>		
Exceptional expenses for management operations		
Exceptional expenses for capital operations		
Depreciation and impairment charges and provisions		
<b>Total VIII</b>		
<b>4. Exceptional result (VII-VIII)</b>		
Employee profit-sharing (IX)		
Corporation tax (X)	4,800	36,711
<b>Total income (I+III+V+VII)</b>	<b>4,884,527</b>	<b>3,344,338</b>
<b>Total expenses (II+IV+VI+VIII+IX+X)</b>	<b>4,860,230</b>	<b>2,967,598</b>
<b>5. Profit / Loss (total income - total expenses)</b>	<b>24,297</b>	<b>376,740</b>
* Including: Equipment leasing fees Property leasing fees		
3) Including income concerning affiliated companies		
4) Including interest concerning affiliated companies		

## **NOTES TO THE FINANCIAL STATEMENTS**

Financial year from 1st January to 31st December 2023

Notes to the balance sheet, before allocation of the result for the financial year, totalling €8,829,429.03, and to the annual income statement, presented in list form, showing turnover of €4,773,151.12 and a profit of €24,297.17.

The financial year lasted twelve months, covering the period from 1st January to 31st December 2023.

The notes and tables presented below form an integral part of the annual accounts.

**Accounting rules and methods** (French accounting guidelines, Article 831-1/1)

### **Principles and general conventions**

The 2023 annual accounts have been drawn up and presented in accordance with accounting rules and in line with the principles laid down by Articles 121-1 to 121-5 and following of the French accounting guidelines issued in 2016. The normal accounting conventions have been applied in line with the principle of prudence according to the following basic hypotheses:

- Going concern,
- Use of the same accounting methods from one financial year to the next,
- Independence of financial years.

The basic method used to value the items recorded in the accounts is the historical cost method.

Accounting conventions have been applied in accordance with the Trade Code, the Accounting Decree of 29th November 1983 and ANC (accounting standards authority) Regulation 2018-01 of 20th April 2018 concerning the rewriting of the French accounting guidelines applicable at the end of the financial year.

### **Income recognition**

The company's business is marketing software applications. Turnover is recorded once the software user licence is transferred and activated electronically.

### **Permanence of methods**

The valuation methods used for the 2023 financial year were no different from the previous year.

**NOTES TO THE FINANCIAL STATEMENTS**

Financial year from 1st January to 31st December 2023

**Additional information on the balance sheet****Statement of fixed assets**

	Gross value at the start of the year	Increases	
		Revaluations	Acquisitions
Other intangible fixed asset accounts Total	2,197		
Office equipment, IT hardware and furniture	9,179		9,093
Total	9,179		9,093
Loans and other financial fixed assets	319		
Total	319		
Grand total	11,695		9,093

	Reductions		Gross value at the end of the year	Year-end revaluation of the initial value
	Account transfers	Disposals		
Other intangible fixed assets Total			2,197	2,197
Office equipment, IT hardware and furniture		6,588	11,684	11,684
Total		6,588	11,684	11,684
Loans and other financial fixed assets			319	319
Total			319	319
Grand total		6,588	14,200	14,200

**Depreciation statement**

Changes during the year	Initial value	Charges during the year	Reductions / write-backs	Final value
Office equipment, IT hardware and furniture	9,179	753	6,588	3,345
Total	9,179	753	6,588	3,345
Grand total	9,179	753	6,588	3,345

Breakdown of allocations during the year	Straight-line depreciation	Reducing balance depreciation	Exceptional depreciation	Discretionary depreciation	
				Allocations	Write-backs
Office equipment, IT hardware and furniture	753				
Total	753				
Grand total	753				

**Statement of terms of receivables and debts**

Statement of receivables	Gross amount	Due within one year	Due after more than one year
Other financial fixed assets	319		319
Doubtful or disputed customer accounts			
Other customer receivables	2,892,365	2,892,365	
Taxes on profits	31,912	31,912	
Value added tax	3,908	3,908	
Miscellaneous, state and other public authorities	-	-	
Prepayments	3,086,070	3,086,070	
Total	6,014,575	6,014,575	319

Statement of debts	Gross amount	Due within one year	Due within one to five years	Due after more than five years
Suppliers and related accounts	12,623	12,623		
Personnel and related accounts	153,946	153,946		
National insurance and other welfare agencies	140,158	140,158		
Taxes on profits	-	-		
Value added tax	429,528	429,528		
Other taxes, levies and equivalent	8,296	8,296		
Group and shareholders	3,752,566	3,752,566		
Deferred income	3,813,526	3,813,526		
Total	8,310,643	8,310,643		

**Composition of the share capital (French accounting guidelines, Articles 831-3 & 832-13)**

**NOTES TO THE FINANCIAL STATEMENTS**

Financial year from 1st January to 31st December 2023

Securities category	Nominal value (€)	Number of securities			
		At the start of the year	Created	Redeemed	At the end of the year
Equity shares	10.0000	3,700			3,700

**Other intangible fixed assets** (Trade Code, Article R123-186)

Patents, franchises, licences and other intangible fixed assets have been valued at their purchase costs, excluding acquisition expenses.

**Valuation of tangible fixed assets**

The gross value of tangible fixed assets corresponds to the initial value of the assets taking account of the expenses necessary to make these assets usable but excluding acquisition expenses.

**Valuation of depreciation**

The following depreciation methods and periods have been applied:

Category	Method	Term
Franchises, patents and licences	Straight-line	One year
Fixtures and fittings	Straight-line	Nine years
Office equipment and IT hardware	Straight-line	Three years
Furniture	Straight-line	Nine years

**Valuation of receivables and debts**

Receivables and debts have been valued at their nominal values.

**Receivables impairment** (French accounting guidelines, Article 831-2/3)

A provision for impairment has been made for receivables to take account of any collection problems.

**Available assets (€)**

Cash in hand and bank liquidities have been valued at nominal value.

**NOTES TO THE FINANCIAL STATEMENTS**

Financial year from 1st January to 31st December 2023

**Charges payable**

<b>Charges payable included in the following balance sheet items</b>	<b>Amount</b>
Supplier debts and related accounts	6,326
Tax and national insurance debts	223,629
<b>Total</b>	<b>229,956</b>

**Deferred income and prepayments**

<b>Prepayments</b>	<b>Amount</b>
Operating expenses	3,086,070
<b>Total</b>	<b>3,086,070</b>
<b>Deferred income</b>	<b>Amount</b>
Operating income	3,813,526
<b>Total</b>	<b>3,813,526</b>

**Additional information on the income statement****Breakdown of net sales**

<b>Distribution per geographical area</b>	<b>Amount</b>
France	3,760,594
European Union	1,012,558
<b>Total</b>	<b>4,773,152</b>

**Average workforce**

(French accounting guidelines, Article 831-3)

	<b>Salaried personnel</b>
Managers	4
Employee	1
<b>Total</b>	<b>5</b>

**NOTES TO THE FINANCIAL STATEMENTS**

Financial year from 1st January to 31st December 2023

**Financial commitments and other information****Pension and retirement commitments** (French accounting guidelines, Articles 531-2/9 & 832-13)

Obligations relating to retirement compensation covered by statute or a collective agreement have been valued as of 31st December 2023. Such compensation is recorded under off-balance sheet commitments as calculated at the end of the financial year, taking into account staff seniority and the probability of their remaining with the company until retirement, based on an actuarial method incorporating hypotheses on changes in salaries, the retirement age and the profitability of long-term investments at the end of the financial year, as follows:

- chosen calculation method: projection
- 2015-17 mortality table
- annual discount rate: 3.17%
- average employer's contribution rate: 47.29%
- salary growth rate: 2%
- collective agreement: "Syntech"
- retirement age under the collective agreement: 62 years
- retirement conditions: initiated by the employee.

The commitment calculated at 31st December 2023 amounts to €107,764.

**Parent companies consolidating the accounts** (French accounting guidelines, Article 831-3)

Corporate name	Form	Capital	Head office
HCL Technologies Limited	Limited company	543	806 Siddharth, , 96 Nehru Place, New Delhi 110019 (Inde)

The parent company's capital is in Indian crores. HCL Technologies Limited is an Indian company.