

January 12, 2026

The General Manager
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

The Manager
National Stock Exchange of India Limited
Listing Department
Exchange Plaza
5th Floor, Plot No. C-1, Block-G
Bandra-Kurla Complex, Bandra(E)
Mumbai-400 051

BSE Scrip Code: 532281

NSE Scrip Code: HCLTECH

Sub.: Condensed Consolidated Interim Financial Statements – IFRS for three and nine months period ended December 31, 2025

Dear Sir/Madam,

Enclosed please find the condensed consolidated Interim Financial Statements – IFRS for three and nine months period ended December 31, 2025.

Thanking you,
For **HCL Technologies Limited**

Manish Anand
Company Secretary

Encl: a/a

HCL Technologies Limited

Condensed Consolidated Interim Financial Statements - IFRS

For the three and nine months period ended 31 December 2025 and 2024



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Independent Auditors' Review Report

The Board of Directors
HCL Technologies Limited:

Results of Review of Condensed Consolidated Interim Financial Information

We have reviewed the condensed consolidated interim financial statements of HCL Technologies Limited and its subsidiaries (the Company), which comprise the condensed consolidated interim balance sheet as of December 31, 2025, and the related condensed consolidated interim statements of profit or loss, profit or loss and other comprehensive income for the three and nine month periods ended December 31, 2025 and 2024, the related condensed consolidated interim statement of changes in equity and cash flows for the nine-month periods ended December 31, 2025 and 2024, and the related notes (collectively referred to as the condensed consolidated interim financial information).

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

Basis for Review Results

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

Responsibilities of Management for the Condensed Consolidated Interim Financial Information

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



Report on Condensed Consolidated Balance Sheet as of March 31, 2025

We have previously audited, in accordance with GAAS, the consolidated balance sheet as of March 31, 2025, and the related consolidated statements of profit or loss, profit or loss and other comprehensive income, changes in equity, and cash flows for the year then ended (not presented herein); and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated April 22, 2025. In our opinion, the accompanying condensed consolidated balance sheet of the Company as of March 31, 2025 is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

KPMG Assurance & Consulting Services LLP

Gurugram, Haryana, India
January 12, 2026

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

	Note No.	As at 31 December 2025 (unaudited)	As at 31 March 2025 (audited)
ASSETS			
Non-current assets			
Property, plant and equipment	3.1	507	527
Capital work in progress	3.1	8	7
Right-of-use assets		377	353
Goodwill	3.2	2,560	2,545
Other intangible assets	3.3	621	807
Investments	3.4	10	11
Trade receivables - unbilled	3.5	84	120
Inter corporate deposits		6	69
Other financial assets	3.7	317	258
Deferred tax assets (net)		131	125
Other assets	3.8	296	261
Total non-current assets		4,917	5,083
Current assets			
Inventories		26	16
Investments	3.4	764	874
Trade receivables			
Billed	3.5	2,584	2,284
Unbilled	3.5	712	739
Cash and cash equivalents	3.6(a)	1,033	964
Other bank balances	3.6(b)	1,695	1,526
Inter corporate deposits		148	114
Other financial assets	3.7	196	186
Current tax assets (net)		28	17
Other assets	3.8	588	545
Total current assets		7,774	7,265
TOTAL ASSETS		12,691	12,348

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

	Note No.	As at 31 December 2025 (unaudited)	As at 31 March 2025 (audited)
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	3.9	72	72
Retained earnings		7,831	7,821
Other equity		209	255
Equity attributable to owners of the Company		8,112	8,148
Non-controlling interest		3	2
TOTAL EQUITY		8,115	8,150
LIABILITIES			
Non-current liabilities			
Borrowings	3.10	5	8
Lease liabilities		333	309
Other financial liabilities	3.11	88	54
Contract liabilities		121	124
Provisions	3.12(a)	325	225
Deferred tax liabilities (net)		178	189
Other liabilities	3.12(b)	8	8
Total non-current liabilities		1,058	917
Current liabilities			
Borrowings	3.10	259	260
Lease liabilities		194	158
Trade payables			
Billed		413	353
Unbilled		389	375
Other financial liabilities	3.11	814	820
Contract liabilities		571	545
Provisions	3.12(a)	203	174
Current tax liabilities (net)		377	329
Other liabilities	3.12(b)	298	267
Total current liabilities		3,518	3,281
TOTAL LIABILITIES		4,576	4,198
TOTAL EQUITY AND LIABILITIES		12,691	12,348

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

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

	Note	Three months ended		Nine months ended	
	No.	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Revenues	3.13	3,793	3,533	10,982	10,342
Expenses					
Cost of revenues					
One-time impact of New Labour Codes	3.24	96	—	96	—
Others		2,475	2,276	7,224	6,720
Total Cost of revenues	3.14	2,571	2,276	7,320	6,720
Research and development expenses					
One-time impact of New Labour Codes	3.24	2	—	2	—
Others		58	47	167	143
Total Research and development expenses	3.14	60	47	169	143
Selling, general and administrative expenses					
One-time impact of New Labour Codes	3.24	11	—	11	—
Others		429	398	1,299	1,212
Total Selling, general and administrative expenses	3.14	440	398	1,310	1,212
Depreciation and amortization expenses		127	122	373	362
Operating profit		595	690	1,810	1,905
Other income (expenses), net	3.15	43	56	138	228
Finance cost	3.16	23	20	72	58
Profit before tax		615	726	1,876	2,075
Income tax expense	3.17	159	181	484	528
Profit for the period		456	545	1,392	1,547
Profit for the period attributable to					
Owners of the Company		455	544	1,391	1,546
Non-controlling interest		1	1	1	1
		456	545	1,392	1,547
Earnings per equity share	3.18				
Basic (in USD)		0.17	0.20	0.51	0.57
Diluted (in USD)		0.17	0.20	0.51	0.57

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

HCL Technologies Limited**Condensed Consolidated Interim Statement of Profit and Loss and Other Comprehensive Income (unaudited)**

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

	Note	Three month ended		Nine months ended	
	No.	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Profit for the period		456	545	1,392	1,547
Other comprehensive income (loss)	3.19				
Items that will not be reclassified subsequently to statement of profit and loss					
Change in unrealized gain (loss) on defined benefit plan, net of taxes		3	(1)	–	(3)
Items that will be reclassified subsequently to statement of profit and loss					
Change in foreign currency translation		(22)	(235)	(7)	(155)
Change in unrealized gain (loss) on cash flow hedges, net of taxes		(6)	8	(85)	(31)
Change in unrealized gain (loss) on debt instruments, net of taxes		(1)	–	1	–
Total other comprehensive income (loss), net of taxes		(26)	(228)	(91)	(189)
Total comprehensive income for the period		430	317	1,301	1,358
Total comprehensive income for the period attributable to					
Owners of the Company		429	316	1,300	1,357
Non-controlling interest		1	1	1	1
		430	317	1,301	1,358

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

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

	Equity share capital		Retained earnings	Other equity									Equity attributable to owners of the Company	Non Controlling Interests	Total Equity
	Number of shares *	Share capital		Reserves					Other comprehensive income						
				Securities premium	Capital redemption reserve	Treasury share reserve	Share based payment reserve	Special economic zone re-investment reserve	Remeasurement of defined benefit plans	Foreign currency translation reserve	Cash flow hedging reserve	Debt instruments through other comprehensive income			
Balance as at 1 April 2024	2,713,665,096	72	7,802	1	2	(96)	79	702	25	(462)	60	—	8,185	1	8,186
Profit for the period	—	—	1,546	—	—	—	—	—	—	—	—	—	1,546	1	1,547
Other comprehensive income (loss) (refer note 3.19)	—	—	—	—	—	—	—	—	(3)	(155)	(31)	—	(189)	—	(189)
Total comprehensive income (loss) for the period	—	—	1,546	—	—	—	—	—	(3)	(155)	(31)	—	1,357	1	1,358
Transactions with owners of the Company															
Contributions and distributions															
Interim dividend of ₹42 per share	—	—	(1,355)	—	—	—	—	—	—	—	—	—	(1,355)	—	(1,355)
Transfer to special economic zone re-investment reserve	—	—	(182)	—	—	—	—	182	—	—	—	—	—	—	—
Transfer from special economic zone re-investment reserve	—	—	120	—	—	—	—	(120)	—	—	—	—	—	—	—
Share based payments to employees	—	—	—	—	—	—	18	—	—	—	—	—	18	—	18
Acquisition of treasury shares	—	—	—	—	—	(49)	—	—	—	—	—	—	(49)	—	(49)
Issue of treasury shares to employees	—	—	(13)	—	—	80	(67)	—	—	—	—	—	—	—	—
Excess tax benefit from share based payments	—	—	3	—	—	—	—	—	—	—	—	—	3	—	3
Changes in ownership interests															
Divestment in subsidiaries	—	—	14	—	—	—	—	(14)	—	—	—	—	—	—	—
Balance as at 31 December 2024	2,713,665,096	72	7,935	1	2	(65)	30	750	22	(617)	29	—	8,159	2	8,161
Balance as at 1 April 2025	2,713,665,096	72	7,821	1	2	(94)	35	791	26	(549)	42	1	8,148	2	8,150
Profit for the period	—	—	1,391	—	—	—	—	—	—	—	—	—	1,391	1	1,392
Other comprehensive income (loss) (refer note 3.19)	—	—	—	—	—	—	—	—	—	(7)	(85)	1	(91)	—	(91)
Total comprehensive income (loss) for the period	—	—	1,391	—	—	—	—	—	—	(7)	(85)	1	1,300	1	1,301
Transactions with owners of the Company															
Contributions and distributions															
Interim dividend of ₹42 per share	—	—	(1,299)	—	—	—	—	—	—	—	—	—	(1,299)	—	(1,299)
Transfer to special economic zone re-investment reserve	—	—	(136)	—	—	—	—	136	—	—	—	—	—	—	—
Transfer from special economic zone re-investment reserve	—	—	53	—	—	—	—	(53)	—	—	—	—	—	—	—
Share based payments to employees	—	—	—	—	—	—	38	—	—	—	—	—	38	—	38
Acquisition of treasury shares	—	—	—	—	—	(80)	—	—	—	—	—	—	(80)	—	(80)
Issue of treasury shares to employees	—	—	(4)	—	—	24	(20)	—	—	—	—	—	—	—	—
Excess tax benefit from share based payments	—	—	5	—	—	—	—	—	—	—	—	—	5	—	5
Balance as at 31 December 2025	2,713,665,096	72	7,831	1	2	(150)	53	874	26	(556)	(43)	2	8,112	3	8,115

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

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

HCL Technologies Limited**Condensed Consolidated Interim Statement of Cash flows (unaudited)**

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

	Nine months ended	
	31 December 2025	31 December 2024
A. Cash flows from operating activities		
Profit before tax	1,876	2,075
Adjustment for:		
Depreciation and amortization expense	373	362
Interest income	(133)	(140)
Provision for doubtful debts / bad debts written off (net)	8	2
Income on investments carried at fair value through profit and loss	(14)	(18)
Interest expense	34	28
Profit on sale of property, plant and equipment (net)	-	(1)
Share based payment to employees	38	18
Divestment in subsidiaries	-	(69)
Other non-cash charges (net)	(1)	4
	2,181	2,261
Net change in		
Trade receivables	(191)	52
Inventories	(7)	12
Other financial assets and other assets	18	10
Trade payables	60	(26)
Other financial liabilities, contract liabilities, provisions and other liabilities	122	10
Cash generated from operations	2,183	2,319
Income taxes paid (net of refunds)	(393)	(406)
Net cash flow from operating activities (A)	1,790	1,913
B. Cash flows from investing activities		
Purchase of property, plant and equipment and intangibles	(125)	(101)
Proceeds from sale of property, plant and equipment	2	3
Payments for business acquisitions, net of cash acquired	-	(232)
Investments in bank deposits	(1,500)	(1,403)
Proceeds from bank deposits	1,222	1,083
Deposits placed with body corporates	(36)	(148)
Proceeds from deposits placed with body corporates	57	76
Purchase of investments in securities	(4,114)	(3,766)
Proceeds from sale/maturity of investments in securities	4,187	3,792
Investment in equity instruments	-	(1)
Divestment in subsidiaries, net of cash	-	82
Interest received	120	110
Income taxes paid	(29)	(36)
Net cash flow used in investing activities (B)	(216)	(541)

HCL Technologies Limited**Condensed Consolidated Interim Statement of Cash flows (unaudited)**

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

	Nine months ended	
	31 December 2025	31 December 2024
C. Cash flows from financing activities		
Repayment of long term borrowings	(6)	(8)
Proceeds from short term borrowings	18	44
Repayment of short term borrowings	(18)	(44)
Payments for deferred and contingent consideration on business acquisitions	-	(6)
Dividend paid	(1,298)	(1,355)
Acquisition of treasury shares	(80)	(48)
Interest paid	(3)	(4)
Payment of lease liabilities including interest	(142)	(125)
Net cash flow used in financing activities	(1,529)	(1,546)
Net increase (decrease) in cash and cash equivalents (A+B+C)	45	(174)
Effect of exchange differences on cash and cash equivalents held in foreign currency	24	(28)
Cash and cash equivalents at the beginning of the year	964	1,132
Cash and cash equivalents at the end of the period as per note 3.6 (a)	1,033	930

Notes :

1. The total amount of income taxes paid is \$422 (previous period, \$442).
2. Cash and cash equivalents includes earmarked balances with banks of \$6 (previous period, \$2), which is of restricted use.

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

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

ORGANIZATION AND NATURE OF OPERATIONS

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

The condensed consolidated interim financial statements for the period ended 31 December 2025 were approved and authorized for issue by the Board of Directors on 12 January 2026.

1 MATERIAL ACCOUNTING POLICIES

(a) Basis of preparation

These condensed consolidated interim financial statements of the Group have been prepared in accordance with IAS 34 “Interim Financial Reporting” (IAS 34) as issued by the International Accounting Standards Board (IASB) and should be read in conjunction with the Group’s last annual consolidated financial statements as at and for the year ended 31 March 2025.

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

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

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

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

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

(b) Basis of Consolidation

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

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

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

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

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

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

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

The interim financial statements of the subsidiaries in the Group are added on a line-by-line basis and inter-company balances and transactions including unrealized gain/loss from such transactions, are eliminated upon consolidation. When the Group ceases control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognized in condensed consolidated interim statement of profit and loss. Any interest retained in the former subsidiary is measured at fair value when control is ceased. The condensed consolidated interim financial statements are prepared by applying uniform accounting policies in use by the Group.

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

(c) Use of estimates, judgements and assumptions

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

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

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

(d) Business combinations and goodwill

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

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

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

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

(e) Foreign currency and translation

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

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated to the relevant functional currency at exchange rates in effect at the balance sheet date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit 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.

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

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

(f) Fair value measurement

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

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

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

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

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

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

- a) Market approach – Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.
- b) Income approach – Converting the future amounts based on market expectations to its present value using the discounting method.
- c) Cost approach – Replacement cost method.

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

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

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

(g) Revenue recognition

Revenue is recognized when, or as, control of a promised service or good transfers to a customer, in an amount that reflects the consideration (Transaction price) to which the Group expects to be entitled in exchange for transferring those products or services (Performance obligation). Revenue is recognized for any contract, once it is approved in writing, is legally enforceable, the rights of the parties are identified, payment terms are defined, the contract has commercial substance and collectability of consideration is probable. Revenue is measured based on the Transaction price which is the consideration of the contract and is shown net of applicable taxes and adjusted for any variable consideration like volume discounts, service level allowances, incentive or any other discount. Transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component.

Revenue from time-and-material, volume based, and transaction-based contracts is recognized as the related services are performed through efforts expended, units serviced, number of transactions processed, etc. that correspond with value transferred to customer.

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

In arrangements involving sharing of customer revenues for services delivered, revenue is recognized when the right to receive such revenue share is established.

Revenue related to other fixed price contracts providing maintenance and support services, are recognized based on the right to invoice for services performed for contracts in which the invoicing is representative of the value being delivered. If invoicing is not consistent with value delivered, revenues are recognized basis stand-alone selling price for the service performed. The Group uses cost plus expected margin to determine stand-alone selling price.

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

When a sales arrangement contains provision of multiple products, services and software licenses, the Group identifies the distinct performance obligation including lease obligation and allocates total consideration to each performance obligation on a relative standalone selling price. Group uses cost plus expected margin to determine standalone selling price. Revenue from finance leases is recognized when all risks and ownership are transferred to the customer, with no remaining obligations that affect acceptance. Revenue is recognized at the fair value of the asset or, if lower, the present value of lease payments, discounted at a market interest rate. Interest from finance leases is recognized as other income on an accrual basis using the effective interest method.

In instances when revenue is derived from sales of third-party vendor services, material or licenses, revenue is recorded on a gross basis when the Group is a principal to the transaction and net of costs when the Group is acting as an agent between the customer and the vendor, once control of a promised good is transferred to a customer.

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Revenue from certain activities in transition services in outsourcing arrangements are not capable of being distinct or represent separate performance obligation and is recognized over the period of the arrangement. Direct and incremental costs in relation to such transition activities which are expected to be recoverable under the contract are considered as contract fulfillment costs and classified as Deferred contract cost and recognized over the period of arrangement. Certain upfront non-recurring incremental contract acquisition costs and other upfront fee paid to customer are deferred and classified as Deferred contract cost and amortized to revenue, usually on a straight-line basis, over the term of the contract.

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

Contract assets are recognized when revenue recognized is more than billing and right to consideration is conditional upon factors other than the passage of time. Unbilled receivables are recognized where the right to consideration is unconditional and only the passage of time is required before the payment is due (i.e., only act of invoicing is pending). Contract liability is Group's obligation to transfer goods or services to customers when there is excess billing over the revenue recognized.

(h) Other income

Other income mainly comprises interest income on debt securities, bank and other deposits, other interest income recognized using the effective interest method, profit on sale of property, plant and equipments, debt securities and mutual fund and net foreign exchange gains.

(i) Cost recognition

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

Cost of revenue

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

Research and development expenses

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

Selling, general and administrative expenses

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

(j) Income taxes

Income tax expense comprises current and deferred income tax.

Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Provision for income tax includes the impact of provisions established for uncertain income tax positions. Tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred income tax assets and liabilities recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the condensed consolidated interim financial statements. Deferred income tax assets and liabilities are recognized for those temporary differences which originate during the tax holiday period and are reversed after the tax holiday period. For this purpose, reversal of timing differences is determined using first-in-first-out method.

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Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the period in which those temporary differences are expected to be recovered or settled.

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

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

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

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

(k) Property, plant and equipment

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

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

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

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

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

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

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

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

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

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(l) Intangible assets

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

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

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

The intangible assets are amortized over the estimated useful life of the assets as mentioned below:

<u>Asset description</u>	<u>Asset life (in years)</u>
Software	Over the term of license or 3 years, whichever is lower
Technology (including Licensed IPRs)	2 to 15
Customer- related intangibles (includes customer contracts and customer relationships)	1 to 10
Others (includes intellectual property rights, brand and non-compete agreements)	2 to 6

(m) Research and development costs

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

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

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

(n) Borrowing costs

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

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

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(o) Leases

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

Group as a lessee

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

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

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

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

Group as a lessor

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

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

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

(p) Inventories

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

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

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(q) Impairment of non-financial assets

Goodwill

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

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

Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. Impairment, if any, is measured by the amount by which the carrying value of the asset exceeds the estimated recoverable amount of the asset. Subsequently if there is a change in the estimates used to determine the recoverable amount, the impairment loss is reversed. Such reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined on the date of reversal, if no impairment loss had been recognized. Such impairment and any subsequent reversal is recognized in the statement of profit and loss.

(r) Provisions and contingent liabilities

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

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

(s) Retirement and other employee benefits

- i. Provident fund: Employees of the Company and its subsidiaries in India receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Group or Government administered provident fund; while the balance contribution is made to the Government administered pension fund, a defined contribution plan. For the contribution made by the Company and its subsidiaries in India to the provident fund trust managed by the Group, the Company has an obligation to fund any shortfall on the yield of the Trust's investments over the administered interest rates. The liability is actuarially determined (using the projected unit credit method) at the end of the year. The funds contributed to the Trust are invested in specific securities as mandated by law and generally consist of federal and state government bonds, debt instruments of government-owned corporations, equity and other eligible market securities.
- ii. In respect of superannuation, a defined contribution plan for applicable employees, the Company contributes to the superannuation trust and the scheme is administered on its behalf by appointed fund managers and such contributions for each period of service rendered by the employees are charged to the statement of profit and loss. The Company has no further obligations to the superannuation plan beyond its contributions.

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

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

- iv. **Compensated absences:** The employees of the Group are entitled to compensated absences which are both accumulating and non-accumulating in nature. The employees can carry forward up to the specified portion of the unutilized accumulated compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The expected cost of accumulating compensated absences is determined by actuarial valuation (using the projected unit credit method) based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the balance sheet date. The expense on non-accumulating compensated absences is recognized in the statement of profit and loss in the period in which the absences occur. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.
- v. In certain subsidiaries outside India, the Group provide retirement benefit pension plans in accordance with the local laws. The liability is actuarially determined (using the projected unit credit method) at the end of each year.
- vi. Contributions to other defined contribution plans are recognized as expense when employees have rendered services entitling them to such benefits.

(t) Equity settled share based compensation

Share-based compensation represents cost related to share-based awards granted to employees, measured at grant date using estimated fair value. For awards with only service conditions, the Company recognizes the cost on a straight-line basis (net of estimated forfeitures) over the requisite service period, treating each vesting portion as a separate award.

For awards with both service and performance conditions, the expense is also recognized on a straight-line basis (net of estimated forfeitures) over the requisite vesting period, treating each vesting portion as a separate award. Awards expected to vest are determined based on actual performance for each relevant parameter.

On modification of an equity settled award, the Company re-estimates the fair value of stock option as on the date of modification and any incremental expense is expensed over the period from the modification date till the vesting date. The Company estimates the fair value of stock options using option pricing model. The cost is recorded under the head employee benefit expense in the condensed consolidated interim statement of profit and loss with corresponding increase in "Share based payment reserve".

(u) Financial Instruments

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

i. Financial assets

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit and loss) are added to the fair value measured on initial recognition of financial asset. Purchase and sale of financial assets are accounted for at trade date. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Cash and cash equivalents

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

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Financial assets at amortized cost

A financial asset is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

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

Financial assets at fair value through other comprehensive income (OCI)

A financial asset is classified and measured at fair value through OCI if both of the following criteria are met:

- i. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- ii. The asset's contractual cash flows represent solely payments of principal and interest.

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

Financial assets at fair value through profit and loss

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

Equity investments

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

Derecognition of financial assets

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

Impairment of financial assets

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

ii. Financial liabilities

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

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

Financial liabilities at fair value through profit and loss

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

Financial liabilities at amortized cost

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

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

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

Derecognition

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

iii. Derivative financial instruments and hedge accounting

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

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

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

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

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

Offsetting of financial instruments

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

(v) Dividend

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

(w) Earnings per share (EPS)

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

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

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

(x) Nature and purpose of reserves

Treasury share reserve

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

Securities premium

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

Capital redemption reserve

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

Share based payment reserve

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

Special economic zone re-investment reserve

The Company has created special economic zone (SEZ) re-investment reserve out of profits of the eligible SEZ Units in terms of the specific provisions of Section 10AA(1) of the Income Tax Act, 1961 ("the Act") in India. The said reserve needs to be utilized by the Company for acquiring plant and machinery for the purposes of its business in terms of Section 10AA(2) of the Act for availing tax benefit.

Remeasurement of defined benefit plans

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

Foreign currency translation reserve

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

Cash flow hedging reserve

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

Debt instruments through other comprehensive income

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

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

2 ACQUISITIONS

(a) Arrangements in current period

i. Acquisition of Telco Solutions Business from Hewlett Packard Enterprise (HPE)

On 18 December 2025, the Group has signed a definitive agreement to carve-out and acquire Telco Solutions Business from HPE for \$160, including \$15 incentive payable based on performance. This deal will further strengthen the Group's Engineering and AI-led Network propositions to Global Communication Service Providers (CSPs). Through this acquisition, the Group will acquire intellectual property (IP), product engineering and R&D talent and customer relationships with CSPs. The transaction is subject to receipt of applicable regulatory approvals and completion of other customary closing conditions and is expected to close in six months.

ii. Acquisition of Jaspersoft, a business unit of Cloud Software Group (CSG)

On 22 December 2025, the Group has signed a definitive agreement to carve-out and acquire Jaspersoft, a business unit of CSG providing a leading embedded analytics and pixel-perfect reporting platform, for \$240. Through this acquisition, the Group will acquire a comprehensive business intelligence and reporting platform and a large, global developer community comprised of data engineers and architects. The transaction is subject to receipt of applicable regulatory approvals and completion of other customary closing conditions and is expected to close in six months.

iii. Acquisition of Wobby BV (Wobby)

On 22 December 2025, the Group has signed a definitive agreement to acquire 100% of the outstanding shares of Wobby, an Agentic AI Software Company providing AI data analyst agents for data warehouses, headquartered in Belgium, for \$5. Through this acquisition, the Group will add Agentic AI data analyst capabilities to the GenAI adoption journey of its customers. The transaction is subject to receipt of applicable regulatory approvals and completion of customary closing conditions and is expected to close in three months.

(b) Arrangements / acquisitions in previous year

i. Arrangement with State Street International Holdings, USA (State Street)

The Group was providing certain business process outsourcing (BPO) services to State Street and its affiliates through a joint venture. With effect from 1 April 2024, the Group had divested its stake in the joint venture in favour of State Street and the agreement for related services was also terminated. Accordingly, the balance sheet of Statestreet HCL Holding UK Limited (and its step down subsidiaries) is de-consolidated from that date. The Group received consideration of \$172 (net of cash of \$15 and other net assets of \$13 transferred). This resulted in gain on divestment (refer note 3.15) and net loss carried in "Foreign currency translation reserve" which was reclassified to Statement of Profit and Loss (refer note 3.19).

ii. Acquisition of Zeenea SAS

On 16 August 2024, the Group through a wholly owned subsidiary, signed a definitive agreement to acquire 100% shareholding of Zeenea SAS, an innovator in data catalog and governance solutions based in France, for consideration payable in cash. The acquisition got consummated on 12 September 2024. The Group paid \$26 on acquisition date.

Total purchase consideration of \$26 has been allocated based on management estimates of fair values to the acquired assets and liabilities as follows :

	Amount
Net working capital (including cash of \$1)	(1)
Intangible assets	9
Deferred tax liabilities on intangible assets	(2)
Goodwill	20
Total purchase consideration	26

The resultant goodwill is non-tax deductible and has been allocated to the HCL Software segment. The acquisition will enable HCL Software segment to offer a unified data intelligence solution that will power enterprises to discover, govern, connect, manage and leverage the data better in their data engineering & GenAI domain.

HCL Technologies Limited**Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)**

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

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

	Amount	Life (Years)
Technology	7	8
Customer related intangibles	1	5
Brand	1	2.5
Total intangible assets	9	

Subsequent to the date of acquisition, during the year ended 31 March 2025, the Group revised the purchase price allocation for this acquisition, which resulted in increase in net assets by \$3 with corresponding decrease in value of goodwill.

iii. Acquisition of business related to certain assets (CSS) of Communications Technology Group (CTG) from Hewlett Packard Enterprise (HPE)

On 23 May 2024, the Group signed a definitive agreement to carve-out and acquire business including certain intellectual property rights (IPs), customer relationships with global Communication Service Providers (CSPs) along with Engineering and R&D talent of Communications Technology Group (CTG) from HPE for \$225, payable in cash subject to adjustment of certain closing liabilities.

Acquisition got consummated, post-regulatory approvals, on 1 December 2024, for a purchase consideration of \$210, post adjustment of certain closing liabilities.

The purchase price of \$210 has been allocated based on management estimates to the acquired assets and liabilities as follows:

	Amount
Property plant and equipment	2
Net working capital	(50)
Deferred tax liabilities on intangible assets	(2)
Intangible assets	132
Goodwill	128
Total purchase consideration	210

The resultant goodwill is primarily non-tax deductible and has been allocated to Engineering and R&D Services segment. The acquisition will enable the Group to gain a portfolio of service offerings that includes industry-leading IPs, solutions and systems integration around Business Support Systems (BSS), network applications, service cloudification and data intelligence.

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

	Amount	Life (Years)
Technology	84	10
Customer related intangibles	48	1.5-9
Total intangible assets	132	

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3 Notes to condensed consolidated interim financial statements
3.1 Property, plant and equipment
The changes in the carrying value for the period ended 31 December 2025

	Freehold land	Buildings	Plant and equipment	Office Equipment	Computers and networking equipment	Furniture and fixtures	Vehicles #	Total
Gross block as at 1 April 2025	10	415	265	52	842	124	26	1,734
Additions	-	2	11	5	74	5	5	102
Disposals	-	-	(4)	(2)	(44)	(3)	(3)	(56)
Translation exchange differences	(1)	(19)	(3)	(1)	5	-	(1)	(20)
Gross block as at 31 December 2025	9	398	269	54	877	126	27	1,760
Accumulated depreciation as at 1 April 2025	-	206	190	40	673	87	11	1,207
Depreciation	-	15	15	3	70	7	3	113
Disposals	-	-	(4)	(2)	(42)	(3)	(2)	(53)
Translation exchange differences	-	(10)	(7)	-	4	(1)	-	(14)
Accumulated depreciation as at 31 December 2025	-	211	194	41	705	90	12	1,253
Net block as at 31 December 2025	9	187	75	13	172	36	15	507
Capital work in progress*								8

* During the period ended 31 December 2025, \$7 has been capitalized and transferred from capital work in progress to property, plant and equipment

Also refer footnote 1 of note 3.10

The changes in the carrying value for the year ended 31 March 2025

	Freehold land	Buildings	Plant and equipment	Office Equipment	Computers and networking equipment	Furniture and fixtures	Vehicles #	Total
Gross block as at 1 April 2024	11	424	259	51	846	117	25	1,733
Additions	-	1	20	4	61	18	7	111
Acquired through business combinations	-	-	-	-	2	-	-	2
Disposals	-	-	(6)	(1)	(50)	(5)	(6)	(68)
Divestment in subsidiaries	-	-	(3)	(1)	(9)	(3)	-	(16)
Translation exchange differences	(1)	(10)	(5)	(1)	(8)	(3)	-	(28)
Gross block as at 31 March 2025	10	415	265	52	842	124	26	1,734
Accumulated depreciation as at 1 April 2024	-	189	186	39	633	88	11	1,146
Depreciation	-	21	21	3	99	9	4	157
Disposals	-	-	(6)	(1)	(47)	(5)	(4)	(63)
Divestment in subsidiaries	-	-	(2)	(1)	(7)	(3)	-	(13)
Translation exchange differences	-	(4)	(9)	-	(5)	(2)	-	(20)
Accumulated depreciation as at 31 March 2025	-	206	190	40	673	87	11	1,207
Net block as at 31 March 2025	10	209	75	12	169	37	15	527
Capital work in progress*								7

* During the year ended 31 March 2025, \$13 was capitalized and transferred from capital work in progress to property, plant and equipment

Also refer footnote 1 of note 3.10

HCL Technologies Limited**Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)**

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

3.2 Goodwill

The following table presents the changes in the carrying value of goodwill based on identified CGUs, for the period ended 31 December 2025

	IT and Business Services	Engineering and R&D services	HCL Software	Total
Opening balance as at 1 April 2025	907	673	965	2,545
Translation exchange differences	35	7	(27)	15
Closing balance as at 31 December 2025	942	680	938	2,560

The following table presents the changes in the carrying value of goodwill based on identified CGUs, for the year ended 31 March 2025

	IT and Business Services	Engineering and R&D services	HCL Software	Total
Opening balance as at 1 April 2024	898	553	964	2,415
Acquired through business combinations (refer note 2(b))	-	128	20	148
Measurement period adjustments (refer note 2(b)(ii))	-	-	(3)	(3)
Divestment in subsidiaries	(1)	-	-	(1)
Translation exchange differences	10	(8)	(16)	(14)
Closing balance as at 31 March 2025	907	673	965	2,545

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

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.3 Other intangible assets
The changes in the carrying value for the period ended 31 December 2025

	Software	Technology (including Licensed IPRs)	Customer- related intangibles	Under development	Others	Total
Gross block as at 1 April 2025	140	1,133	1,050	-	36	2,359
Additions	1	-	-	8	-	9
Translation exchange differences	1	(46)	(25)	-	3	(67)
Gross block as at 31 December 2025	142	1,087	1,025	8	39	2,301
Accumulated amortization and impairment as at 1 April 2025	128	738	666	-	20	1,552
Amortization	5	77	90	-	6	178
Translation exchange differences	1	(30)	(23)	-	2	(50)
Accumulated amortization and impairment as at 31 December 2025	134	785	733	-	28	1,680
Net block as at 31 December 2025	8	302	292	8	11	621
Estimated remaining useful life (in years)	1-3	1-9	1-8	-	1-3	

The changes in the carrying value for the year ended 31 March 2025

	Software	Technology (including Licensed IPRs)	Customer- related intangibles	Under development	Others	Total
Gross block as at 1 April 2024	134	1065	980	-	37	2,216
Additions	9	1	44	-	-	54
Acquired through business combination	-	91	49	-	1	141
Disposals/ other adjustments	-	-	(4)	-	(1)	(5)
Translation exchange differences	(3)	(24)	(19)	-	(1)	(47)
Gross block as at 31 March 2025	140	1133	1050	-	36	2,359
Accumulated amortization and impairment as at 1 April 2024	122	648	576	-	14	1,360
Amortization	11	106	105	-	7	229
Disposals / other adjustments	-	-	(4)	-	(1)	(5)
Translation exchange differences	(5)	(16)	(11)	-	-	(32)
Accumulated amortization and impairment as at 31 March 2025	128	738	666	-	20	1,552
Net block as at 31 March 2025	12	395	384	-	16	807
Estimated remaining useful life (in years)	1-3	1-10	1-9	-	1-3	

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.4 Investments

	As at	
	31 December 2025	31 March 2025
Financial assets		
Non - current		
Unquoted investments		
Carried at fair value through profit and loss		
Equity instruments	-	1
Investment in limited liability partnership	10	10
	10	11
Current		
Quoted investments		
Carried at fair value through other comprehensive income		
Investment in debt securities	460	504
Unquoted investments		
Carried at fair value through profit and loss		
Investment in mutual funds	304	370
	764	874
Total investments - financial assets	774	885
Aggregate amount of quoted investments	460	504
Aggregate amount of unquoted investments	314	381
Market value of quoted investments	460	504
Investment carried at fair value through other comprehensive income	460	504
Investment carried at fair value through profit and loss	314	381

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.5 Trade receivables

	As at	
	31 December 2025	31 March 2025
Non-Current		
Unbilled receivables	84	120
	84	120
Current		
Billed		
Trade receivables (refer note below)	2,646	2,338
Loss allowance for bad and doubtful debts	(62)	(54)
	2,584	2,284
Unbilled		
Unbilled receivables (refer note below)	713	739
Loss allowance for bad and doubtful debts	(1)	-
	712	739
	3,296	3,023

Note: Includes receivables from related parties amounting to \$1 (31 March 2025, \$1)

3.6 Cash and cash equivalents and other bank balances

	As at	
	31 December 2025	31 March 2025
(a) Cash and cash equivalents		
Balance with banks	479	604
Deposits with original maturity of less than 3 months (including deposits with corporations and financial institutions with original maturity less than 3 months)	538	339
Remittances in transit	10	19
Earmarked balances with banks (refer note below)	6	2
	1,033	964
(b) Other bank balances		
Short term deposits	1,695	1,526

Note: Includes unclaimed dividend of \$3 (31 March 2025, \$2)

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.7 Other financial assets

	As at	
	31 December 2025	31 March 2025
Non - current		
Carried at amortized cost		
Finance lease receivables	84	85
Interest receivable	1	-
Security deposits	20	16
Bank deposits with more than 12 months maturity	172	72
Others	40	45
	317	218
Carried at fair value through other comprehensive income		
Unrealized gain on derivative financial instruments	-	40
	317	258
Current		
Carried at amortized cost		
Finance lease receivables	56	57
Interest receivable	74	65
Security deposits	6	9
Amount receivable on redemption of mutual funds	14	-
Others	43	32
	193	163
Carried at fair value through other comprehensive income		
Unrealized gain on derivative financial instruments	-	13
Carried at fair value through profit and loss		
Unrealized gain on derivative financial instruments	3	10
	196	186

3.8 Other assets

	As at	
	31 December 2025	31 March 2025
Non - current		
Prepaid expenses	49	45
Deferred contract cost	153	128
Contract assets	87	81
Capital advances	2	2
Security deposits	5	5
	296	261
Current		
Prepaid expenses	300	283
Deferred contract cost	94	88
Contract assets	107	90
Advances to suppliers	9	13
Security deposits	9	9
Advances to employees	4	8
Others	65	54
	588	545

HCL Technologies Limited**Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)**

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

3.9 Equity share capital

	As at	
	31 December 2025	31 March 2025
Authorized 3,017,000,000 (31 March 2025, 3,017,000,000) equity shares of INR 2 each	79	79
Issued, subscribed and fully paid up 2,713,665,096 (31 March 2025, 2,713,665,096) equity shares of INR 2 each	72	72

Terms / rights attached to equity shares

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

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

Reconciliation of the number of shares outstanding

	As at			
	31 December 2025		31 March 2025	
	No. of shares	\$ Millions	No. of shares	\$ Millions
Number of shares at the beginning	2,713,665,096	72	2,713,665,096	72
Number of shares at the end	2,713,665,096	72	2,713,665,096	72

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

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

	No. of shares	
	As at	
	31 December 2025	31 March 2025
Number of shares at the beginning	4,754,103	5,674,579
Add: Acquisition of shares by the Trust	4,837,251	4,516,000
Less: Issue of treasury shares to employees on exercise of RSUs	(1,578,702)	(5,436,476)
Number of shares at the end	8,012,652	4,754,103

Capital management

The primary objective of the Company's capital management is to support business continuity and growth of the company while maximizing the shareholder value. The Company has been declaring quarterly dividend for last 23 years. The Group determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements have been generally met through operating cash flows generated. The Group has also taken borrowings to meet local funding requirements in certain foreign subsidiaries.

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.10 Borrowings

	Non-current		Current	
	As at		As at	
	31 December 2025	31 March 2025	31 December 2025	31 March 2025
Long term borrowings				
Secured				
Term loans from banks (refer note 1 and 2 below)	4	7	6	7
Unsecured				
Senior notes (refer note 3 below)	–	–	252	252
Term loans from banks (refer note 4 below)	1	1	1	1
	5	8	259	260
Less: current maturities of long term borrowings	–	–	(259)	(260)
	5	8	–	–
Short term borrowings				
Unsecured				
Short term loan from banks (refer note 5 below)	–	–	–	–
Current maturities of long term borrowings	–	–	259	260
	–	–	259	260

Note:

1. The Group has term loans of \$1 (31 March 2025, \$3) secured against gross block of vehicles of \$8 (31 March 2025, \$11) at interest rates ranging from 7.50% p.a. to 9.15% p.a. (31 March 2025, 7.50% p.a. to 9.15% p.a.). The loans are repayable over a period of 3 to 5 years on a monthly basis.

2. The Group has term loans of \$9 (31 March 2025, \$11) secured against assets of certain subsidiaries at interest rates ranging from 0.7% p.a. to 2.6% p.a. The loans are repayable till June 2031 on monthly / quarterly basis.

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

On 21 February 2023, the Group bought back USD 248 senior notes (carried at USD 246, net of issue expenses and discount) for USD 225.

4. The Group has unsecured term loans of \$2 (31 March 2025, \$2) at interest rates ranging from 0.7% p.a. to 2.9% p.a. The loans are repayable till December 2027 on monthly / quarterly basis.

5. Represents unsecured term loan of \$0.3 as at 31 March 2025, required for management of working capital at interest rate of 7.10% p.a. which was repaid in April 2025.

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

3.11 Other financial liabilities

	As at	
	31 December 2025	31 March 2025
Non - current		
Carried at amortized cost		
Employee bonuses accrued	21	11
Capital accounts payables	-	11
Others	14	24
	35	46
Carried at fair value through other comprehensive income		
Unrealized loss on derivative financial instruments	45	-
Carried at fair value through profit and loss		
Others	8	8
	88	54
Current		
Carried at amortized cost		
Accrued salaries and benefits		
Employee bonuses accrued	339	454
Other employee costs	263	234
Liabilities towards customer contracts	112	58
Capital accounts payables	54	53
Other	23	20
	791	819
Carried at fair value through other comprehensive income		
Unrealized loss on derivative financial instruments	19	-
Carried at fair value through profit and loss		
Unrealized loss on derivative financial instruments	4	1
	814	820

HCL Technologies Limited
Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.12 Provisions and other liabilities

	As at	
	31 December 2025	31 March 2025
(a) Provisions		
Non-current		
Provision for employee benefits		
Provision for gratuity	192	111
Provision for pension	16	17
Provision for leave benefits	117	97
	325	225
Current		
Provision for employee benefits		
Provision for gratuity	43	27
Provision for pension	2	1
Provision for leave benefits	134	122
Other provisions	24	24
	203	174
(b) Other liabilities		
Non - current		
Other deposits	8	8
	8	8
Current		
Advances received from customers	19	24
Withholding and other statutory dues	277	241
Others	2	2
	298	267

3.13 Revenues

The disaggregated revenue from contracts with the customers by nature of services is as follows:

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Sale of services	3,693	3,440	10,729	10,130
Sale of hardware and software	100	93	253	212
	3,793	3,533	10,982	10,342

Group operates out of various geographies and United States of America (USA) and Europe constitute major portion of revenue accounting for over 55% and 29% and 59% and 26% for the three months period ended 31 December 2025 and 2024 respectively and 56% and 28% and 59% and 26% for the nine months period ended 31 December 2025 and 2024 respectively and rest of revenue is generated by various other geographies. Revenue and cash flow from these geographies are consistent across various periods and are effected only in cases of specific risk with respect to any country or customer as the case maybe.

HCL Technologies Limited

Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)

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

3.14 Expenses

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

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Employee benefits expense	2,111	1,959	6,252	5,898
Outsourcing costs	534	458	1,528	1,330
Cost of hardware and softwares sold	87	76	217	183
Travel and conveyance	38	44	121	132
Software subscription fee	43	39	120	113
Communication costs	19	19	58	51
Repair and maintenance	25	23	72	66
Legal and professional charges	20	24	64	64
Recruitment, training and development	16	10	41	31
Expenditure toward corporate social responsibility activities	8	8	24	24
Power and fuel	10	11	31	33
Insurance	3	3	11	11
Rent	3	3	9	8
Rates and taxes	6	5	18	13
Provision for doubtful debts / bad debts written off (net)	(2)	(2)	8	2
Other expenses	41	41	116	116
	2,962	2,721	8,690	8,075
One-time impact of New Labour Codes on employee benefits expense	109	-	109	-
Total cost of revenues, research and development expenses, selling, general and administrative expenses	3,071	2,721	8,799	8,075

3.15 Other income (expenses), net

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Interest income				
- On debt securities	9	9	26	25
- On bank and other deposits	31	34	100	106
- On others	3	4	7	9
Income on investments carried at fair value through profit and loss				
- Unrealized gains (loss) on fair value changes on mutual funds	1	-	(1)	-
- Profit on sale of mutual funds	4	7	15	18
Profit on sale of property, plant and equipments (net)	-	-	-	1
Exchange differences (net)	(7)	1	(13)	(4)
Gain on divestment in subsidiaries	-	-	-	69
Miscellaneous income	2	1	4	4
	43	56	138	228

HCL Technologies Limited**Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)**

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

3.16 Finance costs

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Interest on lease liabilities	8	7	22	18
Interest on direct taxes	-	2	8	5
Other interest costs and bank charges	15	11	42	35
	23	20	72	58

3.17 Income taxes

The effective tax rate (ETR) for the Group for the three and nine months ended 31 December 2025 is 25.9% and 25.8% respectively and for three and nine months ended 31 December 2024 is 24.9% and 25.4% respectively.

The Company and its certain subsidiaries in India are subject to Minimum Alternate Tax (MAT) on its book profits if normal tax liability is lower than MAT, which gives rise to future economic benefits in the form of adjustment of future income tax liability. MAT paid for a year can be set-off against the normal tax liability within fifteen subsequent years, expiring between the years 2026 to 2035

The tax returns are subject to examination by the tax authorities in the jurisdictions where the Group conducts business. The Group's two major tax jurisdictions are India and USA. Tax examination is open in USA for tax years beginning 1 April 2017 onwards. For India, regular tax examination is open for tax years beginning 1 April 2022. Certain matters relating to prior years, for which the tax assessment has already been completed, are subject to ongoing litigations, appeals and reassessment proceedings.

The Company has significant inter-company transactions with its subsidiaries including in USA and UK. The Company has filed for bilateral advance pricing agreements (including renewals) in certain jurisdictions starting from 1 April 2017. Resolution of these matters involves some degree of uncertainty; accordingly, the Group recognizes income tax liability that it believes will ultimately result from the proceedings.

3.18 Earnings Per Equity Share

The computation of earnings per equity share is as follows:

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Profit for the period attributable to owners of the Company	455	545	1,391	1,547
Weighted average number of equity shares outstanding in calculating basic EPS	2,705,776,475	2,710,437,641	2,708,228,811	2,711,031,860
Dilutive effect of Restricted Stock Units outstanding	3,103,315	2,048,754	3,333,031	1,684,754
Weighted average number of equity shares outstanding in calculating diluted EPS	2,708,879,790	2,712,486,395	2,711,561,842	2,712,716,614
Nominal value of equity shares (in ₹)	2	2	2	2
Earnings per equity share (in USD)				
- Basic	0.17	0.20	0.51	0.57
- Diluted	0.17	0.20	0.51	0.57

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

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
<u>A. Items that will not be reclassified subsequently to statement of profit and loss</u>				
Remeasurement of defined benefit plans				
Opening balance (net of tax)	23	23	26	25
Actuarial gains (losses)	5	-	1	(6)
Income tax expense	(1)	-	-	4
Translation exchange differences	(1)	(1)	(1)	(1)
Closing balance (net of tax)	26	22	26	22
<u>B. Items that will be reclassified subsequently to statement of profit and loss</u>				
Foreign currency translation reserve				
Opening balance	(534)	(382)	(549)	(462)
Foreign currency translation gains (losses)	(22)	(235)	(7)	(165)
Net loss reclassified into statement of profit and loss on divestment in subsidiaries	-	-	-	10
Closing balance	(556)	(617)	(556)	(617)
Cash flow hedging reserve				
Opening balance (net of tax)	(37)	21	42	60
Unrealized gains (losses)	(12)	16	(120)	(19)
Net gain reclassified into statement of profit and loss on occurrence of hedged transactions	3	(4)	6	(17)
Income tax benefit (expense)	2	(4)	28	5
Translation exchange differences	1	-	1	-
Closing balance (net of tax)	(43)	29	(43)	29
Unrealized gain on debt instruments				
Opening balance (net of tax)	3	-	1	-
Unrealized gain (losses)	(1)	1	1	1
Income tax benefit	-	(1)	-	(1)
Closing balance (net of tax)	2	-	2	-
TOTAL (B)	(597)	(588)	(597)	(588)

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

3.20 Financial instruments

Financial assets and liabilities

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

	Fair value through profit and loss	Fair value through other comprehensive income	Amortized cost	Total carrying value
As at 31 December 2025				
Financial assets				
Investments	314	460	-	774
Trade receivables (including unbilled)	-	-	3,380	3,380
Cash and cash equivalents	-	-	1,033	1,033
Other bank balances	-	-	1,695	1,695
Inter corporate deposits	-	-	154	154
Other financial assets	3	-	510	513
Total	317	460	6,772	7,549
Financial liabilities				
Borrowings	-	-	264	264
Lease liabilities	-	-	527	527
Trade payables (including unbilled)	-	-	802	802
Other financial liabilities	12	64	826	902
Total	12	64	2,419	2,495

	Fair value through profit and loss	Fair value through other comprehensive income	Amortized cost	Total carrying value
As at 31 March 2025				
Financial assets				
Investments	381	504	-	885
Trade receivables (including unbilled)	-	-	3,143	3,143
Cash and cash equivalents	-	-	964	964
Other bank balances	-	-	1,526	1,526
Inter corporate deposits	-	-	183	183
Other financial assets	10	53	381	444
Total	391	557	6,197	7,145
Financial liabilities				
Borrowings	-	-	268	268
Lease liabilities	-	-	467	467
Trade payables (including unbilled)	-	-	728	728
Other financial liabilities	9	-	865	874
Total	9	-	2,328	2,337

Transfer of financial assets

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

During the three and nine months period ended 31 December 2025 and 2024, the Group has sold certain receivables on non-recourse basis. Gains or losses on the sales are recorded at the time of transfers of these receivables and are immaterial.

HCL Technologies Limited**Notes to condensed consolidated interim financial statements for the period ended 31 December 2025 (unaudited)**

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

3.20 Financial instruments (continued)**Fair value hierarchy**

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

	Fair Value	Level 1 inputs	Level 2 inputs	Level 3 inputs
As at 31 December 2025				
Assets				
Investments carried at fair value through profit and loss	314	304	-	10
Investments carried at fair value through other comprehensive income	460	-	460	-
Unrealized gain on derivative financial instruments	3	-	3	-
Liabilities				
Unrealized loss on derivative financial instruments	68	-	68	-
Others financial liabilities	8	-	-	8

	Fair Value	Level 1 inputs	Level 2 inputs	Level 3 inputs
As at 31 March 2025				
Assets				
Investments carried at fair value through profit and loss	381	370	-	11
Investments carried at fair value through other comprehensive income	504	-	504	-
Unrealized gain on derivative financial instruments	63	-	63	-
Liabilities				
Unrealized loss on derivative financial instruments	1	-	1	-
Others financial liabilities	8	-	-	8

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

Valuation Methodologies

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

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

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

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

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

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3.20 Financial instruments (continued)

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

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

	Investment in unquoted equity shares and limited liability partnerships	Contingent consideration	Other financial liabilities
Balance as at 1 April 2024	11	6	7
Recognized in statement of profit and loss	-	-	1
Additional investments	1	-	-
Payment of liability	-	(6)	-
Balance as at 31 December 2024	12	-	8
Balance as at 1 April 2025	11	-	8
Translation exchange differences	(1)	-	-
Balance as at 31 December 2025	10	-	8

3.21 Segment Reporting

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

The group has organized itself into the following segments:

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

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

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

Segment accounting policies

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

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

3.21 Segment Reporting (continued)

(a) Segment revenue and expenses

Segment revenue is directly attributable to the segment and segment expenses have been allocated to various segments on the basis of specific identification and wherever allocable, are apportioned to the segment on an appropriate basis. Segment revenue does not include other income (expenses), net. Segment expenses do not include finance cost, tax expense and one-time impact of New Labour Codes. Inter segment revenue primarily relates to services sourced internally from one segment to other segments for providing services to end customers.

(b) Segment assets and liabilities

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

Financial information about the business segments is as follows:

	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Revenue from operations from external customers				
IT and Business Services	2,743	2,577	8,070	7,655
Engineering and R&D services	636	567	1,859	1,644
HCL Software	414	389	1,053	1,043
Total	3,793	3,533	10,982	10,342
Inter-segment revenue				
IT and Business Services	-	-	-	-
Engineering and R&D services	-	-	-	-
HCL Software	11	12	35	34
Total	11	12	35	34
Segment revenues				
IT and Business Services	2,743	2,577	8,070	7,655
Engineering and R&D services	636	567	1,859	1,644
HCL Software	425	401	1,088	1,077
Inter-segment elimination	(11)	(12)	(35)	(34)
Total	3,793	3,533	10,982	10,342
Segment results				
IT and Business Services	449	445	1,287	1,314
Engineering and R&D services	106	107	321	297
HCL Software	149	138	311	294
Total	704	690	1,919	1,905
One-time impact of New Labour Codes	(109)	-	(109)	-
Finance cost	(23)	(20)	(72)	(58)
Other income (expenses), net	43	56	138	228
Profit before tax	615	726	1,876	2,075
Tax expense	(159)	(181)	(484)	(528)
Profit for the period	456	545	1,392	1,547

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

3.22 Commitments and contingent liabilities

	As at	
	31 December 2025	31 March 2025
i) Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	39	31
ii) Contingent liabilities		
Others	38	40
	77	71

Notes:

- (a) The Group is involved in various lawsuits, claims and proceedings that arise in the ordinary course of business, the outcome of which is inherently uncertain. Some of these matters include speculative and frivolous claims for substantial or indeterminate amounts of damages. The Group records a liability when it is both probable that a loss has been incurred and the amount can be reasonably estimated. Significant judgment is required to determine both probability and the estimated amount. The Group reviews these provisions at least quarterly and adjusts these provisions accordingly to reflect the impact of negotiations, settlements, rulings, advice of legal counsel, and updated information. The Group believes that the amount or estimable range of reasonably possible loss, will not, either individually or in the aggregate, have a material adverse effect on its business, consolidated financial position, results of the Group, or cash flows with respect to loss contingencies for legal and other contingencies as at 31 December 2025.
- (b) A wholly owned subsidiary ('WOS') of the Company, having a VSAT License, had received a demand from Department of Telecommunications (DoT) in February 2015 for FY 2011-12 and FY 2013-14 for an amount of \$15 (₹ 133 crores), including penalty, interest and interest on penalty. In July 2021, the WOS has received a revised demand for an amount of \$38 (₹ 346 crores) after updating interest up to July 2021. Demand is primarily due to DoT including IT Services revenues and related exchange gains in Adjusted Gross Revenue (AGR). In March 2022, the WOS received a favourable judgement from TDSAT setting aside the demand raised by DoT.

In August 2023, DoT has filed an appeal against the order passed by TDSAT in the Hon'ble Supreme Court. Appeal, including condonation of delay in filing the appeal, is yet to be admitted by Hon'ble Supreme Court. Subsequent to this appeal, the WOS has obtained a legal opinion and is of the view that it should be able to defend its position in the above matter

3.23 Related party transactions

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

	Significant influence			
	Three months ended		Nine months ended	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Interim dividend paid				
Vama Sundari Investments (Delhi) Private Limited	160	171	575	600
HCL Holdings Private Limited	59	63	214	223

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3.24 One-time impact of New Labour Codes

Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes collectively referred to as the 'New Labour Codes'. Under IAS 19, changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the consolidated statement of profit and loss.

The New Labour Codes has resulted in estimated one time increase in provision for employee benefits of \$109 and the same has been recognized as an employee benefit expense in the current reporting period. The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the period in which they are notified.

3.25 Subsequent events

The Board of Directors at its meeting held on 12 January 2026 has declared an interim dividend of ₹ 12 per share.