



COMPETITION COMMISSION OF INDIA
(Combination Registration No. C-2018/07/589)

3rd August, 2018

Notice under Section 6 (2) of the Competition Act, 2002 filed by Wipro Limited.

CORAM:

Mr. Sudhir Mital
Chairperson

Mr. Augustine Peter
Member

Mr. U.C. Nahta
Member

Mr. Justice G. P. Mittal
Member

Legal Representative: IndusLaw

Order under Section 31(1) of the Competition Act, 2002

1. On 23rd July, 2018, the Competition Commission of India (“**Commission**”) received a notice under sub-section (2) of Section 6 of the Competition Act, 2002 (“**Act**”) filed by Wipro Limited (“**Wipro**”/“**Acquirer**”) pursuant to the execution of Share Purchase Agreement (“**SPA**”) entered by and amongst Wipro, Tempo (Mauritius) Holdco (“**Tempo**”/ “**Seller**”) and Alight HR Services India Private Limited (“**Alight**”/ “**Target**”) dated 19th July, 2018. [Hereinafter, Wipro and Alight are collectively referred to as “**Parties**”].

2. The Acquirer submitted additional information relating to rationale of the proposed combination, total market size (in value), market share of Acquirer and market share of top



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competitors on 24th July, 2018. The Acquirer also provided certain additional information through email dated 2nd August, 2018.

3. The proposed combination is an acquisition of 100% shareholding of Target from Seller and Mr. Sandeep Agarwal (nominee shareholder of Tempo) by the Acquirer. The notice has been filed under Section 6 (2) read with Section 5 (a) of the Act.

4. Wipro, a company listed on Bombay Stock Exchange and National Stock Exchange, operates in Information Technology-Business Process Management (“**IT-BPM**”) industry which comprises of four core business segments: (a) IT products; (b) IT services; (c) Business Process Management; and (d) E-commerce. Wipro’s IT services segment, *inter alia*, offers a range of IT and IT-enabled services, including digital strategy advisory, customer centric design, technology consulting, IT consulting etc.

5. Alight, a private company incorporated in India, is a wholly owned indirect subsidiary of Tempo Acquisition LLC (“**Tempo LLC**”). Alight is engaged in the business of providing BPM services, which it offers only to its overseas group entities and cloud deployment services. However, cloud deployment business is not a part of the proposed combination.

6. Although both Acquirer and Target are providing similar services, Target, being a 100% captive unit of Alight Group, is providing services only to its overseas group entities. Accordingly, the proposed combination does not result in any change in market dynamics.

7. Considering the facts on record, details provided in the notice given under sub-section (2) of Section 6 of the Act and assessment of the proposed combination on the basis of the factors stated in sub-section (4) of Section 20 of the Act, the Commission is of the opinion that the proposed combination is not likely to have any appreciable adverse effect on competition in India and therefore, the Commission, hereby, approves the same under sub-section (1) of Section 31 of the Act.

8. This order shall stand revoked if, at any time, the information provided by the Acquirer is found to be incorrect.



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9. The information provided by the Acquirer shall be treated as confidential in terms of and subject to the provisions of Section 57 of the Act.

10. The Secretary is directed to communicate to the Acquirer accordingly.