ZYDUS LIFESCIENCES GLOBAL FZE
Balance Sheet as at March 31, 2024

Particulars	Note No.	USD As at March 31, 2024
ASSETS:		
Non-Current Assets:		
Property, Plant and Equipment	**3 [A]**	663,486
Goodwill	**3 [B]**	1,400,000
Other Intangible Assets	**3 [B]**	232,973,656
Intangible Assets Under Development		85,336,260
		320,373,402
Current Assets:		
Financial Assets:		
Trade Receivables	**4**	3,431,696
Cash and Cash Equivalents	**5**	4,697,479
Other Current Assets	**6**	7,712,375
		15,841,551
Total		**336,214,953**
EQUITY AND LIABILITIES:		
Equity:		
Equity Share Capital	**7**	120,193,220
Other Equity	**8**	(967,251)
		119,225,969
Non-Current Liabilities:		
Financial Liabilities:		
Borrowings	**9**	205,528,621
Provisions	**10**	85,110
		205,613,731
Current Liabilities:		
Financial Liabilities:		
Trade Payables	**11**	11,109,122
Other Financial Liabilities	**12**	248,475
Provisions	**13**	17,656
		11,375,253
Total		**336,214,953**
Material Accounting Policies	**2**	
Notes to the Financial Statements	**1 to 27**	

As per our report of even date
For Rao & Ross
Chartered Accountants
Firm Registration Number: 106

Partner
Place : U.A.E.
Dated : 15th May 2024

For and on behalf of the Board

Mr Ashish Kalawatia
Director

Mr Jay Kothari
Director

ZYDUS LIFESCIENCES GLOBAL FZE

Statement of Profit and Loss for the period ended March 31, 2024

Particulars	Note No.	USD For the period from 20-Feb-2024 to 31-Mar-2024
Revenue from Operations	15	46,459
Total Income		**46,459**
EXPENSES:		
Purchases of Stock-in-Trade	16	46,157
Employee Benefits Expense	17	9,773
Finance Costs	18	283,765
Depreciation and Amortisation expense	19	626,598
Other Expenses	20	47,417
Total Expenses		**1,013,709**
[Loss] for the period		**(967,251)**
Other Comprehensive Income for the year [Net of tax]		-
Total Comprehensive (Loss) for the period [Net of Tax]		**(967,251)**
Basic & Diluted Earning per Equity Share [EPS] [in USD]	21	**(2.19)**
Material Accounting Policies	2	
Notes to the Financial Statements	1 to 27	

As per our report of even date
For Rao & Ross
Chartered Accountants
Firm Registration Number: 106

Partner
Place : U.A.E.
Dated : 15th May 2024

For and on behalf of the Board

Mr Ashish Kalawatia
Director

Mr Jay Kothari
Director

ZYDUS LIFESCIENCES GLOBAL FZE
Statement of Change in Equity for the period ended March 31, 2024

	USD	
	As at	
a Equity Share Capital:	**March 31, 2024**	**March 31, 2024**
	No. of Shares	**USD**
Equity Shares of AED 1000/- each, Issued, Subscribed and Fully Paid-up:		
As at February 20, 2024	**-**	**-**
Add: Issued during the period	441,400	120,193,220
As at March 31, 2024	**441,400**	**120,193,220**

	USD	**USD**
b Other Equity:	**Reserves and Surplus**	**Total**
As at February 20, 2024	-	-
Less : (Loss) for the period	(967,251)	(967,251)
Add: Other Comprehensive income	-	-
Total Comprehensive Income	(967,251)	(967,251)
As at March 31, 2024	**(967,251)**	**(967,251)**

As per our report of even date
For Rao & Ross
Chartered Accountants
Firm Registration Number: 106

For and on behalf of the Board

Partner
Place : U.A.E.
Dated : 15th May 2024

Mr Ashish Kalawatia
Director

Mr Jay Kothari
Director

ZYDUS LIFESCIENCES GLOBAL FZE

Cash Flow Statement for the period ended March 31, 2024

Particulars		**USD Period Ended March 31, 2024**
A Cash flows from operating activities:		
Loss before tax		**(967,251)**
Adjustments for:		
Depreciation and Amortisation expense	626,598	
Interest expenses	248,475	
Provisions for employee benefits	0	
		875,073
Total Loss		**(92,178)**
Operating profit before working capital changes		
Adjustments for:		
Decrease/ [Increase] in trade receivables	292,373	
[Increase] in other assets	(7,712,374)	
Increase in trade payables	(482,269)	
Total		**(7,902,271)**
Net cash used in operating activities		**(7,994,449)**
B Cash flows from investing activities:		
Purchase of property, plant and equipment		
Payment towards acquisition of distribution business under BTA [Refer Note-26]	(107,501,292)	
Net cash used in investing activities		**(107,501,292)**
C Cash flows from financing activities:		
Proceeds from issue of Share Capital	120,193,220	
Net cash generated from financing activities		**120,193,220**
Net Increase in cash and cash equivalents		4,697,479
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period		4,697,479

Notes to the Cash Flow Statement

1 All figures in brackets are outflows.
2 Previous year's figures have been regrouped wherever necessary.
3 Change in Liability arising from financing activities:

	As at February 20, 2024	**Cash flow**	**Transfer under BTA [Note-26]**	**Foreign exchange movement**	**Total As At March 31, 2024**
Borrowing - Non Current [Refer Note 9]	-	-	205,528,621	-	205,528,621
Borrowing - Current [Refer Note 9]	-	-	-	-	-
	-	**-**	**205,528,621**	**-**	**205,528,621**

As per our report of even date
For Rao & Ross
Chartered Accountants
Firm Registration Number: 106

For and on behalf of the Board

Partner
Place : U.A.E.
Dated : 15th May 2024

Mr Ashish Kalawatia
Director

Mr Jay Kothari
Director

ZYDUS LIFESCIENCES GLOBAL FZE

I-Company overview:

Description of Business:

Zydus Lifesciences Global FZE ["the Company"] is formed on February 20, 2024 as a Free Zone Establishment with Limited Liability pursuant to Law No 9 of 1992 of Jebel Ali Free Zone, Dubai, United Arab Emirates vide Registration no. 74305372, with Limited Liability. The company is licensed to perform activities such as - Pharmaceutical researches and studies, Medicines trading, Investment in commercial enterprises and management as per the licenses granted by JAFZA vide License No. 82204002, 82203995.

II-Material Accounting Policies:

A The following note provides list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented unless otherwise stated.

1 Basis of preparation:

A The financial statements of the Company are prepared under the historical cost convention on the "Accrual Concept" of accountancy in accordance with Indian Accounting Standards [Ind AS]

B The financial statements have been prepared on historical cost basis, except for the following assets and liabilities which have been measured at fair values at the end of the reporting periods:

ii Certain financial assets and liabilities measured at fair value [refer accounting policy regarding financial instruments]

iii Defined benefit plans

2 Use of Estimates:

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities,the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of income and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments are provided below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the consolidated financial statements.

a Property Plant & Equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life.

Management reviews the residual values, useful lives and methods of depreciation of property, plant and equipment at each reporting period end and any revision to these is recognised prospectively in current and future periods. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

b Impairment of property, plant and equipment, goodwill and investments:

Significant judgment is involved in determining the estimated future cash flows from the investments, Property, plant and equipment and Goodwill to determine its value in use to assess whether there is any impairment in its carrying amount as reflected in the financials.

c Employee benefits:

Actuarial valuation involves key assumptions of life expectancy, discounting rate, salary increase, etc. which significantly affect the working of the present value of future liabilities on account of employee benefits by way of defined benefit plans.

3 Property Plant & Equipment

a Property Plant & Equipment are stated at historical cost less accumulated depreciation and impairment loss.

b Cost of each asset is depreciated over the estimated useful lives on straight line method, based on useful lives as below:

Assets	Useful life
Building	50 Years
Furniture and Fixtures	10 Years
Plant & Equipments	5 Years
Office Equipment	5 Years

c Where components of an asset are significant in value in relation to the total value of the asset as a whole, and they have substantially different economic lives as compared to principal item of the asset, they are recognised separately as independent items and are depreciated over their estimated economic useful lives.

d Property Plant & Equipment are depreciated over the estimated useful life which is periodically reviewed to ensure that the method and the period of depreciation are consistent with the expected pattern of economic benefit

e Repairs and renewals are recoginsed in profit or loss when the expenditure incurred.

4 Impairment of Non Financial Assets:

The Property, Plant and Equipment and Intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, the assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or groups of assets [cash generating units]. Non-financial assets other than Goodwill that suffered an impairment loss are reviewed for possible reversal of impairment at the end of each reporting period. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

5 Employee Benefits

Short term Obligations :

Liabilities for wages and salaries, including leave encashment that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' service up to the end of the reporting perriod and are measured by the amounts expected to be paid when the liabilities are settled. The liabiliites are presented as current.

Long term employee benefit obligations :

The liabilities with regard to the Gratuity plan are dertermined by acturial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. Such costs are included in employee benefit expenses in the Statement of Profit and Loss. Re-measurement gains or losses arising from experience adjustements and changes in acturial assumptions are recognised immediately in the period in which they occur directly in "other comprehensive income" and are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss :

i Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non routine settlements; and

ii Net interest expense

6 Revenue recognition:

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and is shown net of returns, trade allowances, rebates, value added taxes and volume discounts.

The specific recognition criteria described below must also be met before revenue is recognised.

a Sale of Goods:

Revenue from the sale of goods is recognized as revenue on the basis of customer contracts and the performance obligations contained therein. Revenue is recognised at a point in time when the control of goods or services is transferred to a customer. Control lies with the customer if the customer can independently determine the use of and consume the benefit derived from a product or service. Revenues from product deliveries are recognised at a point in time based on an overall assessment of the existence of a right to payment, the allocation of ownership rights, the transfer of significant risks and rewards and acceptance by the customer.

The goods are often sold with volume discounts/ pricing incentives and customers have a right to return damaged or expired products.

Revenue from sales is based on the price in the sales contracts, net of discounts. When a performance obligation is satisfied, Revenue is recognised with the amount of the transaction price [excluding estimates of variable consideration] that is allocated to that performance obligation.

Historical experience, specific contractual terms and future expectations of sales returns are used to estimate and provide for damage or expiry claims.

No element of financing is deemed present as the sales are made with the normal credit terms as per prevalent trade practice and credit policy followed by the Company.

b Interest Income:

For all debt instruments measured at amortised cost interest income is recorded using the effective interest rate [EIR]. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

c Other Income:

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

7 Foreign Currency [Currency other than company's functional currency] Transactions:

Foreign currency transactions are recorded in USD at rate of exchange prevailing on the date of transactions. Foreign currency balances of monetary assets and liabilities are translated to USD at the rate of exchange prevailing at the date of the reporting date. Gains or losses on exchange are recognised in statement of profit and loss.

8 Provisions, Contingent Liabilities and Contingent Assets:

a Provision is recognised when the Company has a present obligation as a result of past events and it is probable that the outflow of resources will be required to settle the obligation and in respect of which reliable estimates can be made. A disclosure for contingent liability is made when there is a possible obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision/ disclosure is made. Provisions and contingencies are reviewed at each balance sheet date and adjusted to reflect the correct management estimates. Contingent assets are not recognised in the financial statements.

b If the effect of the time of money is material, provisions are discounted using a current pre-tax rate that reflects , when appropriate, the risks specific to the liability

9 Borrowing Cost:

a Borrowing costs consists of Interest and other borrowing cost that are incurred in connection with the borrowing of the funds. Other borrwing costs include ancilliary charges at the time of acquisition of a financial liability, which is recognised as per EIR method. Borrowing costs also include exchange differences, if any, to the extent as an adjustment to the borrowing costs.

b Borrowing costs that are directly attributable to the acquisition/ construction of a qualifying asset are capitalised as part of the cost of such assets, up to the date the assets are ready for their intended use.

10 Intangible Assets:

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

B Trade Marks, Technical Know-how Fees and other similar rights are amortised over their estimated useful life.

C Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

D An item of intangible asset initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset [calculated as the difference between the net disposal proceeds and the carrying amount of the asset] is included in the Statement of profit and loss when the asset is derecognised.

11 Research and Development Cost:

A Expenditure on research and development is charged to the Statement of Profit and Loss of the year in which it is incurred.

B Capital expenditure on research and development is given the same treatment as Property, Plant and Equipment.

12 Cash and Cash Equivalents:

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

13 Financial Instruments:

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

A Financial Assets:

a Initial recognition and measurement:

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place [regular way trades] are recognised on the settlement date, i.e., the date that the Company settles to purchase or sell the asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

b Subsequent measurement:

For purposes of subsequent measurement, financial assets are classified in five categories:

i Debt instruments at amortised cost:

A ‘debt instrument’ is measured at the amortised cost if both the following conditions are met:

- The asset is held with an objective of collecting contractual cash flows
- 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 amortised cost using the effective interest rate [EIR] method. Amortised 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 amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of profit and loss.

ii Debt instruments at fair value through other comprehensive income [FVTOCI]:

A ‘debt instrument’ is classified as at the FVTOCI if both of the following criteria are met:

- The asset is held with objectives of both collecting contractual cash flows and selling the financial assets
- The asset’s contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

iii Debt instruments and derivatives at fair value through profit or loss [FVTPL]:

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

iv Investments in subsidiaries:

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

c Derecognition:

A financial asset [or, where applicable, a part of a financial asset] is primarily derecognised [i.e. removed from the Company’s balance sheet] when:

i The rights to receive cash flows from the asset have expired, or

ii The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through’ arrangement; and either [a] the Company has transferred substantially all the risks and rewards of the asset, or [b] the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company’s continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. When the Company has transferred the risks and rewards of 'ownership of the financial asset, the same is derecognised.

B Financial Liabilities:

a Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b Subsequent measurement:

Subsequently all financial liabilities are measured at amortised cost, using EIR method. Gains and losses are recognised in Statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised 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 amortisation is included as finance costs in the Statement of profit and loss.

c Derecognition:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

14 Business combinations and Goodwill:

A Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred at acquisition date fair value.

B At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the Deferred tax assets or liabilities and the assets or liabilities related to employee benefit arrangements acquired in a business combination are recognised and measured in accordance with Ind AS-12 "Income Tax" and Ind AS-19 "Employee Benefits" respectively.

C When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

D Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS-109 "Financial Instruments", is measured at fair value with changes in fair value recognised in Statement of profit and loss. If the contingent consideration is not within the scope of Ind AS-109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequently its settlement is accounted for within equity.

E Goodwill is initially measured at the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests 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 Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as Capital Reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as Capital Reserve, without routing the same through OCI.

F After initial recognition, Goodwill is not amortised. Goodwill is accordingly recognised at original value less any accumulated impairment. For the purpose of impairment testing, Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

G A cash generating unit to which Goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any Goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for Goodwill is recognised in Statement of profit and loss. An impairment loss recognised for Goodwill is not reversed in subsequent periods.

H If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through Goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

15 Going Concern:

The Financial Statements have been prepared on a going concern basis. The management made a review of the going concern assessment and considered the same. The 'management believes that, on the date of report, establishment has sufficient financial resources to meet the committed financial liabilities and therefore the financial statements for the current reporting period are prepared on a going concern basis.

16 Earnings per Share:

Basic earnings per share are calculated by dividing the net profit or loss [excluding other comprehensive income] for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits [consolidation of shares] that have changed the number of equity shares outstanding, without a corresponding change in resources.
For the purpose of calculating diluted earnings per share, the net profit or loss [excluding other comprehensive income] for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

ZYDUS LIFESCIENCES GLOBAL FZE

Notes to the Financial Statements

Note: 3 : (A) Property, Plant & Equipment and (B) Intangible Assets:

[A] Property, Plant and Equipment:

	Buildings	Plant & Equipment	Vehicle	Total
Gross Block:				-
As at February 20, 2024	-	-	-	-
Acquired under BTA [Refer Note-26]	662,314	1,426		**663,740**
Disposals	-	-		-
As at March 31, 2024	**662,314**	**1,426**	**-**	**663,740**
Depreciation and Amortisation:				
As at February 20, 2024				
Depreciation for the period	249	5		**254**
Disposals for the period				-
As at March 31, 2024	**249**	**5**	**-**	**254**
Net Block:				-
As at March 31, 2024	**662,065**	**1,421**	**-**	**663,486**

[B] Intangible Assets:

	Goodwill	Assembled Work Force	Other Intangible Assets Commercial Rights	Total
Gross Block:				
As at February 20, 2024				
Acquired under BTA [Refer Note-26]	1,400,000	600,000	233,000,000	**233,600,000**
Other adjustments	-	-	-	-
As at March 31, 2024	**1,400,000**	**600,000**	**233,000,000**	**233,600,000**
Amortisation and Impairment:				
As at February 20, 2024				
Amortisation for the period			626,344	**626,344**
As at March 31, 2024	**-**	**-**	**626,344**	**626,344**
Net Block:				-
As at March 31, 2024	**1,400,000**	**600,000**	**232,373,656**	**232,973,656**

ZYDUS LIFESCIENCES GLOBAL FZE
Notes to the Financial Statements

	USD As at March 31, 2024
Note: 4-Trade Receivables:	
Unsecured - Considered good	3,431,696
Total	**3,431,696**
Note: 5-Cash and Cash Equivalents:	
Balances with Banks	4,697,479
Total	**4,697,479**
Note: 6-Other Current Assets:	
[Unsecured, Considered Good]	
Other Advances	8,169
Advances to Suppliers	19,383
Receivable from a fellow subsidiary	7,684,823
Total	**7,712,375**
Note: 7-Equity Share Capital:	
Authorised:	
441400 Equity Shares Equity Shares of 1000 AED /- each	120,193,220
	120,193,220
Issued, Subscribed and Paid-up:	
441400 Equity Shares Equity Shares of 1000 AED /- each	120,193,220
Total	**120,193,220**
A The reconciliation in number of Equity Shares is as under:	
Number of shares at the beginning of the year	**-**
Add : Issued during the year	441,400
Number of shares at the end of the year	441,400
B The Company has only one class of equity shares having a par value of AED 1000 /- per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in the case of interim dividend. In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remaining after distribution of all preferential amounts.	
Note: 8-Other Equity:	
Retained Earnings:	
Balance as per last Balance Sheet	-
Add: (Loss) for the period	(967,251)
Balance as at the end of the period	**(967,251)**
Total	**(967,251)**

Note: 9-Borrowings:

	Non-current portion As at March 31, 2024	Current Maturities As at March 31, 2024
A Term loan [From Related Party]		
Unsecured	205,528,621	-
Total	**205,528,621**	**-**
The above amount includes:		
Zydus International Private Limited [Refer Note-26]	205,528,621	-
The Loan is bearing interest of 6 month SOFR plus Spread.		
The tenure of the loan shall be 5 years from the disbursement date.		
Net amount	**205,528,621**	**-**

	USD As at March 31, 2024
Note: 10-Provisions:	
Provision for Employee Benefits	85,110
Total	**85,110**
Note: 11-Trade Payables:	
Trade Payable	11,109,122
Total	**11,109,122**
Note: 12 Other Financial Liabilities:	
Interest accrued but not due	248,475
	248,475
Note: 13-Provisions:	
Provision for Employee Benefits- Current	17,656
Total	**17,656**
Note: 14-Contingent Liabilities & Commitments (to the extent not provided for)	
Contingent Liabilities & Commitments (to the extent not provided for)	**-**

ZYDUS LIFESCIENCES GLOBAL FZE
Notes to the Financial Statements

		For the Period ended March 31, 2024
Note: 15-Revenue from Operations:		
Sale of Products		46,459
Total		**46,459**
Pursuant to Ind AS 115 "Revenue from Contracts with Customers" reconciliation of revenue recognised in the statement of profit and loss with the contracted price as under:		
Revenue as per contracted price		46,459
Less:		
Provision for Expiry and Sales Return		-
Discounts / Price Reduction / Rebates		-
Revenue from contract with customers		**46,459**
Note: 16-Purchases of Stock-in-Trade:		
Purchases of Stock-in-Trade		46,157
Total		**46,157**
Note: 17.-Employee Benefits Expense:		
Salaries and wages		9,773
Total		**9,773**
Note: 18-Finance Cost:		
Interest expense [*]		248,475
Bank commission & charges		35,290
Total		**283,765**
[*] The break up of interest expense into major heads is given below:		
On term loans		248,475
Total		**248,475**
Note: 19-Depreciation		
Depreciation and Amortisation expenses:		
Depreciation		254
Amortisation		626,344
Total		**626,598**
Note: 20-Other Expenses:		
Insurance		327
Rates and Taxes [excluding taxes on income]		5,586
Legal and Professional Fees [*]		28,335
Miscellaneous Expenses		13,169
Total		**47,417**
[*] Above expenses includes Research related expenses as follows:		
Legal and Professional Fees		28,278
Note: 21-Calculation of Earnings per Equity Share [EPS]:		
The numerators and denominators used to calculate the basic and diluted EPS are as follows:		
A Profit attributable to Shareholders	USD	(967,251)
B Basic and weighted average number of Equity shares outstanding during the year	Numbers	441,400
C Nominal value of equity share	AED	1,000
D Basic & Diluted EPS	USD	(2.19)

Note: 22-Segment Information:

The Chief operating decision maker [CODM] reviews the Company as a single segment namely "Pharmaceutial Segment"
Therefore the segment reporting is not required.

Note: 23-Related Party Transactions:

A Name of the Related Parties and Nature of the Related Party Relationship:

a Holding Company : Zydus Lifesciences Limited

b Fellow Subsidiaries :

Zydus Healthcare Limited	Zydus Pharmaceuticals (USA) Inc. [USA]
German Remedies Pharmaceuticals Private Limited	Nesher Pharmaceuticals (USA) LLC [USA]
Zydus Wellness Limited	ZyVet Animal Health Inc. [USA]
Zydus Wellness Products Limited	Zydus Healthcare (USA) LLC [USA]
Liva Nutritions Limited	Sentynl Therapeutics Inc. [USA]
Liva Investment Limited	Zydus Noveltech Inc. [USA] [dissolved on December 15, 2023]
Zydus Animal Health and Investments Limited	Hercon Pharmaceuticals LLC [USA] [dissolved on May 24, 2023]
Dialforhealth Unity Limited	Viona Pharmaceuticals Inc. [USA]
Dialforhealth Greencross Limited	Zydus Therapeutics Inc. [USA]
Violio Healthcare Limited	Zynext Ventures USA LLC [USA]
Zydus Pharmaceuticals Limited	Zydus Healthcare S.A. (Pty) Ltd [South Africa]
Biochem Pharmaceutical Private Limited	Alidac Pharmaceuticals SA Pty. Ltd. [Formerly known as
Zydus Strategic Investments Limited	Simayla Pharmaceuticals (Pty) Ltd [South Africa]
Zydus VTEC Limited	Script Management Services (Pty) Ltd [South Africa]
Zydus Foundation	Zydus Wellness [BD] Pvt Ltd [Bangladesh]
LM Manufacturing India Private Limited	Zydus Pharmaceuticals Mexico SA De C.V. [Mexico]
M/s. Recon Pharmaceuticals and Investments, a Partnership Firm	Zydus Pharmaceuticals Mexico Services Company SA De C.V.[Mexico]
Zydus International Private Limited [Ireland]	Zydus Worldwide DMCC [UAE]
Zydus Netherlands B.V. [the Netherlands]	Zydus Wellness International DMCC [UAE]
Zydus Lanka (Private) Limited [Sri Lanka]	Zydus Pharmaceuticals (Canada) Inc. [Canada]
Zydus Nikkho Farmaceutica Ltda. [Brazil]	Zydus Pharmaceuticals UK Limited [UK]
Alidac Healthcare (Myanmar) Limited [Myanmar]	LM Manufacturing Limited [UK]
Zydus Healthcare Philippines Inc. [Philippines]	Medsolutions (Europe) Limited [UK]
Zynext Ventures PTE. LTD. [Singapore]	LiqMeds Worldwide Limited [UK]
Zydus France, SAS [France]	LiqMeds Limited [UK]
Laboratorios Combix S.L. [Spain]	LiqMeds Lifecare Limited [UK]
Etna Biotech S.R.L. [Italy]	

c Joint Venture companies of Holding Company

Zydus Hospira Oncology Private Limited	Bayer Zydus Pharma Private Limited
Zydus Takeda Healthcare Private Limited	Oncosol Limited

d Directors :

Dr. Sharvil P. Patel	Mr. Jay Kothari
Mr. Pradeep Agihotri	Mr. Ashish Kalawatia
Mr. Darshan Darji	

ZYDUS LIFESCIENCES GLOBAL FZE

Notes to the Financial Statements

B Transactions with Related Parties:

The following transactions were carried out with the related parties in the ordinary course of business :

a Details relating to parties referred to in Note 23-A [a, b , c & d]

Nature of Transactions	USD As at March 31, 2024
Purchases:	
Goods:	
Zydus Lifesciences Limited	46,157
Services:	
Zydus Pharmaceuticals (USA) Inc	28,278
Sales:	
Goods:	
Zydus Pharmaceuticals (USA) Inc	46,459
Finance:	
Interest (Expense) / Income	
Zydus International Private Limited	(248,475)
Outstanding:	
Payable: (Outstanding Loan and Interest)	
Zydus International Private Limited [Refer Note-26]	205,777,096
Payable: (Other)	
Zydus Lifesciences Limited	1,863,446
Zydus Pharmaceuticals USA Inc	1,575,204
Receivable:	
Viona Pharmaceuticals Inc.	2,659,529
Zydus Worldwide DMCC	7,684,823

b Details relating to persons referred to in Note-23-A [e] above:

		USD Year Ended March 31, 2024
[i]	Salaries and other employee benefits	19,398
[ii]	Sitting Fees	-
[iii]	Outstanding payable to above (i) and (ii)	-

Note: 24 : Financial Instruments:

Fair value of instruments measured at amortised cost:

Financial Assets:

The carrying amounts of trade receivables and other financial assets cash and cash equivalents are considered to be the approximately equal to the fair values.

Financial Liabilities:

Fair values of loans from related parties, other financial liabilities and trade payables are considered to be approximately equal to the carrying values.

Note: 25 : Financial Risk Management:

A Financial instruments by category:

	USD			
	As at March 31, 2024			
	FVTPL	**FVOCI**	**Amortised Cost**	**Total**
Financial assets:				
Trade receivables	-	-	3,431,696	**3,431,696**
Cash and Cash Equivalents	-	-	4,697,479	**4,697,479**
Total	-	-	8,129,176	**8,129,176**
Financial liabilities:				
Borrowings [including current maturities and interest accrued but not due]	-	-	205,777,096	**205,777,096**
Trade payables	-	-	11,109,122	**11,109,122**
Total	-	-	216,886,218	**216,886,218**

B Risk Management:

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements. The Company's risk management is done in close co-ordination with the board of directors and focuses on actively securing the Company's short, medium and long-term cash flows by minimizing the exposure to volatile financial markets. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below:

a Credit risk:

Credit risk arises from the possibility that counter party may not be able to settle its obligations as agreed. The Company is exposed to credit risk from loans and advances to related parties, trade receivables, and other financial assets. The Company periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

i Trade Receivables: The Company trades with recognized and credit worthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to credit losses is not significant.

b Liquidity risk:

a Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

b Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which it operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of financial liabilities:

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	USD				
	< 1 year	**1-2 year**	**2-3 year**	**> 3 years**	**Total**
	As at March 31, 2024				
Non-derivative Financial Liabilities:					
Borrowings [including current maturities and interest]	248,475	-	-	205,528,621	205,777,096
Trade payable	11,109,122	-	-	-	11,109,122
Total	11,357,597	-	-	205,528,621	**216,886,218**

c Foreign currency risk:

Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The net open foreign currency exposures is insignificant considering the currency, volumes and operations of the Company.

ZYDUS LIFESCIENCES GLOBAL FZE
Notes to the Financial Statements

Note: 26: Business acquistion:

Pursuant to the Business Transfer Agreement [BTA] entered into by the Company with Zydus Worldwide DMCC [ZWD],a fellow subsidiary, on March 14, 2024, the Distribution Business of ZWD has been acquired by the Company on a going concern basis for a lump sum consideration, without values being assigned to individual assets and liabilities.

Distribution Business comprises the business of research, development, in-licensing, registration, processing, importing, exporting, marketing, storing, selling and distributing pharmaceutical products globally (primarily carried out in USA along with ANDAs) and includes the assets and liabilities related to it and embedded goodwill.

The Distribution Business is on a growth trajectory and offers significant potential for future growth through certain strategic actions. With a view to achieve certain commercial objectives, the Company has acquired the Distribution Business from ZWD.

The gross consideration agreed for the acquisition of the Distribution Business is USD 321,000,000, to be adjusted for net working capital and gross debt pertaining to the Distribution Business on the Closing Date [as defined in the BTA].

The said acquisition has been given effect to in the books of the Company on March 25, 2024 being the Closing Date for the transaction.

The assets and liabilities recognised as a result of the acquisition are as follows:

Particulars	**USD**	
Property, Plant and Equipment	1,426	
Building	662,314	
Assembled work force	600,000	
Commercial Rights	233,000,000	
Intangible Assets under Development	85,336,260	
Identifiable net assets acquired	**319,600,000**	
Goodwill	1,400,000	-
Total acquisition cost	**321,000,000**	

The excess of the acquisition cost paid over the fair value of assets acquired has been attributed to Goodwill and the same shall not be amortised.

The Goodwill recognised under the business combination represents the above stated benefits along with synergetic benefits estimated by the Company.

The consideration for the acquisition of Distribution Business has been settled in the following manner -

Particulars	**USD**
Total acquisition cost	321,000,000
Less: Gross debt for Distribution Business on Closing Date	(205,528,621)
Add/ (Less) : Net working capital of Distribution Business on Closing Date	(7,970,087)
Cash outflow on acquisition	107,501,292
Less: Cash and cash equivalents acquired	-
Net Cash outflow on acquisition	**107,501,292**

From the date of acquisition, Distribution Business has contributed revenue of USD 46,459 and profit after tax of USD 302 to the Company.

Note: 27: Other Information

Figures of previous reporting year have been regrouped/ reclassified to conform to current year's classification.

Signatures to Material Accounting Policies and Notes 1 to 27 to the Financial Statements

As per our report of even date
For Rao & Ross
Chartered Accountants
Firm Registration Number: 106

Partner
Place : U.A.E.
Dated : 15th May 2024

For and on behalf of the Board

Mr Ashish Kalawatia
Director

Mr Jay Kothari
Director