

**ZYDUS PHARMACEUTICALS UK LTD
DIRECTORS' REPORT AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

ZYDUS PHARMACEUTICALS UK LTD
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ZYDUS PHARMACEUTICALS UK LTD
Company Information
For The Year Ended 31 March 2025

Directors	Amrut Diwakar Naik Kamlesh Kanubhai Patel Akhil Arun Monappa
Company Number	14646636
Registered Office	First Floor Templeback 10 Temple Back Bristol BS1 6FL
Auditors	The Corporate Practice Limited Chartered Accountants and Statutory Auditors 65 Delamere Road Hayes Middlesex UB4 0NN

The directors present their report and the financial statements for the year ended 31 March 2025.

Principal Activity

The company's principal activity during the year was trading of drugs and pharmaceutical products, as well as serving as a holding company.

Future Developments

The company intends to grow the business in marketing, distribution and trading of drugs and pharmaceutical products in the territory of United Kingdom.

Dividends

The directors did not declare a dividend during the year.

Directors

The directors who held office during the year were as follows:

Amrut Diwakar Naik

Kamlesh Kanubhai Patel

Akhil Arun Monappa

Statement of Directors' Responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, comprising FRS102, have been followed subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

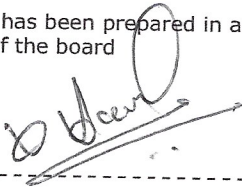
Statement of Disclosure of Information to Auditors

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ZYDUS PHARMACEUTICALS UK LTD
Directors' Report (continued)
For The Year Ended 31 March 2025

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.
On behalf of the board



Kamlesh Kanubhai Patel
Director
21 May 2025

**Independent Auditor's Report
to the Members of
ZYDUS PHARMACEUTICALS UK LTD**

Opinion

We have audited the financial statements of ZYDUS PHARMACEUTICALS UK LTD (the "company") for the year ended 31 March 2025 which comprise the Statement of Comprehensive Income, Balance Sheet, Statement of Changes of Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2025 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for Opinion

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

Conclusions Relating to Going Concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the entity's ability to continue as a going concern for a period of at least 12 months from when the financial statements are authorised for issue.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

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

Other Information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on Other Matters Prescribed by the Companies Act 2006

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

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

Independent Auditor's Report (continued)
to the Members of
ZYDUS PHARMACEUTICALS UK LTD

Matters on Which We Are Required to Report by Exception

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

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

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

Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement set out on page 2—3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud. Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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Independent Auditor's Report (continued)
to the Members of
ZYDUS PHARMACEUTICALS UK LTD

Auditor's Responsibilities for the Audit of the Financial Statements - continued

The objectives of our audit in respect of fraud, are; to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks; and to respond appropriately to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory requirements applicable to the company and considered that the most significant are the Companies Act 2006, UK financial reporting standards as issued by the Financial Reporting Council, UK taxation legislation, and the Medicines and Healthcare products Regulatory Agency.
- We obtained an understanding of how the company complies with these requirements by discussions with management and those charged with governance.
- We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance. We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.
- We inquired of management and those charged with governance as to any known instances of noncompliance or suspected non-compliance with laws and regulations.
- We discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indication of fraud. We remained alert to any indication of fraud or non-compliance with laws and regulations throughout the audit.
- Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

There are inherent limitations in the audit procedures described above and, the further removed noncompliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use Of Our Report

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



Devender Arora FCA (Senior Statutory Auditor)
for and on behalf of The Corporate Practice Limited, Statutory Auditor

21 May 2025

The Corporate Practice Limited
Chartered Accountants and Statutory Auditors
65 Delamere Road
Hayes
Middlesex
UB4 0NN

ZYDUS PHARMACEUTICALS UK LTD
Statement of Comprehensive Income
For The Year Ended 31 March 2025

		31 March 2025	31 March 2024
	Notes	£	£
TURNOVER			
Cost of sales	3	1,771,704 (971,099)	- -
GROSS PROFIT		800,605	-
Administrative expenses		(1,782,221)	(1,245,995)
Other operating income		48,676	-
OPERATING LOSS		(932,940)	(1,245,995)
Other interest receivable and similar income	7	1,600,623	684,901
Interest payable and similar charges	8	(6,075,604)	(2,338,651)
LOSS BEFORE TAXATION		(5,407,921)	(2,899,745)
Tax on Loss	9	(134,519)	141,596
LOSS AFTER TAXATION BEING LOSS FOR THE FINANCIAL YEAR		(5,542,440)	(2,758,149)
OTHER COMPREHENSIVE INCOME FOR THE YEAR		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		(5,542,440)	(2,758,149)

The notes on pages 10 to 18 form part of these financial statements.

ZYDUS PHARMACEUTICALS UK LTD
Balance Sheet
As At 31 March 2025

	Notes	31 March 2025		31 March 2024	
		£	£	£	£
FIXED ASSETS					
Intangible Assets	10		233,892		-
Tangible Assets	11		4,419		1,044
Investments	12		144,642,770		144,741,770
			144,881,081		144,742,814
CURRENT ASSETS					
Stocks	13	897,737		-	
Debtors	14	23,774,515		23,231,954	
Cash at bank and in hand		1,215,834		794,987	
		25,888,086		24,026,941	
Creditors: Amounts Falling Due Within One Year	15	(34,064,186)		(2,471,706)	
NET CURRENT ASSETS (LIABILITIES)			(8,176,100)		21,555,235
TOTAL ASSETS LESS CURRENT LIABILITIES			136,704,981		166,298,049
Creditors: Amounts Falling Due After More Than One Year	16		(75,105,570)		(99,156,198)
NET ASSETS			61,599,411		67,141,851
CAPITAL AND RESERVES					
Called up share capital	17		69,900,000		69,900,000
Profit and Loss Account			(8,300,589)		(2,758,149)
SHAREHOLDERS' FUNDS			61,599,411		67,141,851

On behalf of the board

Kamlesh Kanubhai Patel
Director

21 May 2025

The notes on pages 10 to 18 form part of these financial statements.

ZYDUS PHARMACEUTICALS UK LTD
Statement of Changes in Equity
For The Year Ended 31 March 2025

	Share Capital	Profit and Loss Account	Total
	£	£	£
As at 8 February 2023	-	-	-
Loss for the period and total comprehensive income	-	(2,758,149)	(2,758,149)
Shares issued during the period	69,900,000	-	69,900,000
As at 31 March 2024	69,900,000	(2,758,149)	67,141,851
Loss for the year and total comprehensive income	-	(5,542,440)	(5,542,440)
As at 31 March 2025	69,900,000	(8,300,589)	61,599,411

1. General Information

ZYDUS PHARMACEUTICALS UK LTD is a private company, limited by shares, incorporated in England & Wales, registered number 14646636. The registered office is First Floor Templeback, 10 Temple Back, Bristol, BS1 6FL.

2. Accounting Policies

2.1. Basis of Preparation of Financial Statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

2.2. Going Concern Disclosure

The directors have not identified any material uncertainties related to events or conditions that may cast significant doubt about the company's ability to continue as a going concern.

2.3. Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs.

2.4. Intangible Fixed Assets and Amortisation - Other Intangible

Other intangible assets including brands, trademarks and customer relationships and other similar rights are amortised over their estimated useful lives.

Intangible assets under development is stated at cost less accumulated impairment loss, if any.

2.5. Tangible Fixed Assets and Depreciation

Tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is provided at rates calculated to write off the cost of the fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Plant & Machinery	over 5 years
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2.6. Investments

Investments in subsidiaries, associates and joint ventures are measured at cost less any accumulated impairment losses. Listed investments are measured at fair value. Unlisted investments are measured at fair value unless the value cannot be measured reliably, in which case they are measured at cost less any accumulated impairment losses. Changes in fair value are included in the profit and loss account.

2.7. Stocks and Work in Progress

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

Cost is determined using the weighted average method. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

Work in progress is reflected in the accounts on a contract by contract basis by recording turnover and related costs as contract activity progresses.

2.8. Cash and Cash Equivalents

Cash and cash equivalents are basic financial assets and include cash in hand and deposits held at call with banks, other short-term highly liquid investments that mature in no more than three months from the date of acquisition and are readily convertible to a known amount of cash with insignificant risk of change in value.

2.9. Financial Instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

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

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective

interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected.

If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow company companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all its liabilities.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

2.10. Foreign Currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2.11. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on timing differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable timing differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible timing differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. The measurement of deferred tax liabilities and assets reflect the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognised in profit or loss for the year, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case current and deferred tax are recognised in other comprehensive income or directly in equity respectively.

2.12. Provisions and Contingencies

Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

Contingencies

Contingent liabilities are not recognised. Contingent liabilities arise as a result of past events when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

2.13. Employee Benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock of fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

2.14. Pensions

The company operates a defined pension contribution scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

ZYDUS PHARMACEUTICALS UK LTD
Notes to the Financial Statements (continued)
For The Year Ended 31 March 2025

2.15. Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3. Turnover

Analysis of turnover by class of business is as follows:

	31 March 2025	31 March 2024
	£	£
Sale of pharmaceutical products	1,771,704	-

Analysis of turnover by geographical market is as follows:

	31 March 2025	31 March 2024
	£	£
United Kingdom	1,771,704	-
	1,771,704	-

4. Auditor's Remuneration

Remuneration received by the company's auditors and their associates during the year was as follows:

	31 March 2025	31 March 2024
	£	£
Audit Services		
Audit of the company's financial statements	7,500	5,950

ZYDUS PHARMACEUTICALS UK LTD
Notes to the Financial Statements (continued)
For The Year Ended 31 March 2025

5. Staff Costs

Staff costs, including directors' remuneration, were as follows:

	31 March 2025	31 March 2024
	£	£
Wages and salaries	289,667	136,014
Social security costs	31,522	11,460
Other pension costs	66,993	7,567
	<u>388,182</u>	<u>155,041</u>

6. Average Number of Employees

Average number of employees, including directors, during the year was: 3 (2024: 2)

7. Interest Receivable and Similar Income

	31 March 2025	31 March 2024
	£	£
Other interest receivable	<u>1,600,623</u>	<u>684,901</u>

8. Interest Payable and Similar Charges

	31 March 2025	31 March 2024
	£	£
Other finance charges	<u>6,075,604</u>	<u>2,338,651</u>

Included in "Interest payable" is interest charges on unwinding of discounted considerations of £5,949,372 (2024: £2,333,274).

9. Tax on Profit

The tax charge/(credit) on the loss for the year was as follows:

	Tax Rate		31 March 2025	31 March 2024
			£	£
		31 March 2025		
		31 March 2024		
Current tax				
UK Corporation Tax	25.0%	25.0%	-	-
Deferred Tax				
Deferred taxation			134,519	(141,596)
Total tax charge for the period			<u>134,519</u>	<u>(141,596)</u>

The actual charge/(credit) for the year can be reconciled to the expected credit for the year based on the loss and the standard rate of corporation tax as follows:

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ZYDUS PHARMACEUTICALS UK LTD
Notes to the Financial Statements (continued)
For The Year Ended 31 March 2025

	31 March 2025	31 March 2024
	£	£
Profit before tax	(5,407,921)	(2,899,745)
Tax on profit at 25% (UK standard rate)	(1,573,244)	(724,936)
Goodwill/depreciation not allowed for tax	219	22
Expenses not deductible for tax purposes	1,487,343	583,318
Tax losses utilised	84,619	-
Capital allowances	1,063	-
Short term timing differences	134,519	-
Total tax charge for the period	134,519	(141,596)

10. Intangible Assets

	Intangibles under development
	£
Cost	
As at 1 April 2024	-
Additions	233,892
As at 31 March 2025	233,892
Net Book Value	
As at 31 March 2025	233,892
As at 1 April 2024	-

11. Tangible Assets

	Plant & Machinery
	£
Cost	
As at 1 April 2024	1,131
Additions	4,249
As at 31 March 2025	5,380
Depreciation	
As at 1 April 2024	87
Provided during the period	874
As at 31 March 2025	961
Net Book Value	
As at 31 March 2025	4,419
As at 1 April 2024	1,044

ZYDUS PHARMACEUTICALS UK LTD
Notes to the Financial Statements (continued)
For The Year Ended 31 March 2025

12. Investments

	Subsidiaries £
Cost	
As at 1 April 2024	144,741,770
Adjustments pursuant to final settlement of Share Purchase Agreement with erstwhile promoters of Liqmed Group.	(99,000)
As at 31 March 2025	<u>144,642,770</u>
Provision	
As at 1 April 2024	-
As at 31 March 2025	<u>-</u>
Net Book Value	
As at 31 March 2025	<u>144,642,770</u>
As at 1 April 2024	<u>144,741,770</u>

Subsidiaries

Details of the company's subsidiaries as at 31 March 2025 are as follows:

Name of undertaking	Registered Office	Class of shares held	Direct holding	Indirect holding
LM Manufacturing Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	100.00%	-
Liqmeds Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	100.00%	-
Liqmeds Lifecare Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	100.00%	-
Liqmeds Worldwide Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	100.00%	-
Medsolutions (Europe) Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	100.00%	-
LM MANUFACTURING INDIA PRIVATE LIMITED	Ambli Bopal Road, Bopal, Ahmedabad, Gujarat, India, 380058	Ordinary	-	99.80%

The cost of acquisition is GBP 68,738,464 (Presented as Investment - GBP 46,585,146 and Debtors - GBP 22,153,318) paid as upfront consideration, settled by way of cash. Over and above upfront consideration, additional amount of GBP 96,822,924 (discounted value of future consideration of GBP 112,000,000) will be paid in cash, in tranches, over subsequent years as future consideration, depending on achievement of certain agreed milestones by the Investee Companies.

The Company had done unwinding of interest for a period from 1 April 2024 to 31 March 2025 on future consideration stated above which amounts to be £105,105,570. The same is disclosed under note 15 and note 16 as Creditors: amounts falling due within one year (£32,000,000) and Creditors: amounts falling due after one year (£72,105,570) respectively. The delta between the amount disclosed under note 15 and note 16 and the actual liability booked on the transaction date (6 November 2023, being acquisition date of LM business) is accounted as "Interest payable" in the Profit and Loss account of current year and prior year as disclosed in note 8.

Joint Ventures

Details of the company's joint ventures as at 31 March 2025 are as follows:

ZYDUS PHARMACEUTICALS UK LTD
Notes to the Financial Statements (continued)
For The Year Ended 31 March 2025

Name of undertaking	Registered Office	Class of shares held	Direct holding	Indirect holding
Oncosol Limited	Sandretto Building Cavalry Hill Industrial Park, Weedon, Northampton, England, NN7 4PP	Ordinary	-	50.00%

13. Stocks		31 March 2025	31 March 2024
		£	£
Stock		897,737	-

14. Debtors		31 March 2025	31 March 2024
		£	£
Trade debtors		1,380,380	-
Prepayments and accrued income		-	657,332
Other debtors		54,318	279,708
Deferred tax current asset		7,077	141,596
Amounts owed by subsidiaries		22,332,740	22,153,318
		<u>23,774,515</u>	<u>23,231,954</u>

15. Creditors: Amounts Falling Due Within One Year		31 March 2025	31 March 2024
		£	£
Trade creditors		1,408,288	2,437,126
Amounts owed to group undertakings		80,852	-
Other creditors		32,057,107	16,727
Taxation and social security		243,197	11,905
Accruals and deferred income		274,742	5,948
		<u>34,064,186</u>	<u>2,471,706</u>

Deferred consideration of £32,000,000 is included in "other creditors" and refer note 12 for details

16. Creditors: Amounts Falling Due After More Than One Year		31 March 2025	31 March 2024
		£	£
Amounts owed to participating interests		2,000,000	-
Other creditors*		73,105,570	99,156,198
		<u>75,105,570</u>	<u>99,156,198</u>

*Please refer note 12

17. Share Capital		31 March 2025	31 March 2024
		£	£
Allotted, called up and fully paid			
69,900,000 Ordinary Shares of £ 1.00 each		69,900,000	69,900,000

18. Pension Commitments

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund.

During the year the charge to profit or loss in respect of defined contribution schemes was £66,993 (2024: £7,567).

At the balance sheet date contributions of £NIL were due to the fund and are included in creditors.

19. Related Party Disclosures

The company has taken advantage of exemption, under 33.1A of the Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", not to disclose transactions with wholly owned members within the group.

20. Controlling Parties

The company's immediate parent and ultimate parent undertaking is Zydus Lifesciences Ltd, incorporated in India. Its registered office is Zydus Corporate Park, Khoraj (Gandhinagar), Ahmedabad, Gujarat, India - 382481.

Copies of the group accounts may be obtained from the company's registered office and/or the company's website www.zyduslife.com.

21. Previous Year's Figures

The previous period's financial statements were first set of financial statements and reflected a longer reporting period of 13 months from 8 February 2023 to 31 March 2024.

To enhance comparability with the current year's figures, the comparative information has been rearranged, regrouped, or reclassified where appropriate. These adjustments are presentational in nature and do not affect the previously reported financial position or performance.

ZYDUS PHARMACEUTICALS UK LTD
Trading Profit and Loss Account
For The Year Ended 31 March 2025

	31 March 2025		31 March 2024	
	£	£	£	£
TURNOVER				
Sales		1,771,704		-
COST OF SALES				
Purchases	951,470		-	
Storage expenses	474		-	
Carriage and freight	17,440		-	
Other direct costs	1,715		-	
		(971,099)		-
GROSS PROFIT		800,605		-
Administrative Expenses				
Wages and salaries	289,667		136,014	
Employers NI	31,522		11,460	
Employers pensions - defined contributions scheme	66,993		7,567	
Staff training	468		9,749	
Travel and subsistence expenses	27,708		7,750	
Rent	28,289		1,024	
Insurance	8,098		-	
Other marketing costs	87,019		-	
Telecommunications	857		181	
Audit fees	7,500		5,950	
Accountancy fees	3,500		-	
Legal fees	219,300		297,128	
Consultancy fees	23,493		1,715	
Management fees	680,555		765,000	
Product registration fees	209,693		-	
Subscriptions	12,274		2,139	
Research and development costs	71,038		-	
Bank charges	155		-	
Depreciation	874		87	
Sundry expenses	8,612		231	
Foreign exchange losses	4,606		-	
		(1,782,221)		(1,245,995)
Other Operating Income				
Other income - contributing to other operating income	48,676		-	
		48,676		-
OPERATING LOSS		(932,940)		(1,245,995)
Other interest receivable and similar income				
Other interest receivable	1,600,623		684,901	
		1,600,623		684,901
				...CONTINUED

ZYDUS PHARMACEUTICALS UK LTD
Trading Profit and Loss Account (continued)
For The Year Ended 31 March 2025

Interest payable and similar charges

Other interest payable	126,232		5,377
Unwinding of interest on deferred consideration	5,949,372		2,333,274
		(6,075,604)	(2,338,651)
LOSS BEFORE TAXATION		(5,407,921)	(2,899,745)
Tax on Loss			
Deferred taxation	134,519		(141,596)
		(134,519)	141,596
LOSS AFTER TAXATION BEING LOSS FOR THE FINANCIAL YEAR		(5,542,440)	(2,758,149)