INDEPENDENT AUDITORS' REPORT

THE SHAREHOLDERS,
ZYDUS WORLDWIDE DMCC,
DMCC, DUBAI - UNITED ARAB EMIRATES.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the financial statements of **ZYDUS WORLDWIDE DMCC** (the Company), which comprise the Statement of Financial Position as at 31st March 2023, and the Statement of Comprehensive Income, the Statement of Changes in equity and the statement of Cash Flows for the year then ended and Notes to the Financial Statements including a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31st March 2023 and its financial performance and its cash flows for the year then ended in accordance with Indian Accounting Standards (IND-AS).

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 United Arab Emirates, 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.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

P.O. Box : 210, Ajman - U.A.E. Accountants, Auditors & Management Consultants Tel.: +971 6 5614590
Email : info@raoandrosscharteredaccountants.com
Website : www.raoandrosscharteredaccountants.com

Sr. No.	Key Audit Matters	Planned Procedure
1.	**Assessment of impairment of intangible assets** The Company's evaluation of impairment of intangible assets involves comparison of its recoverable amount to its carrying amount. The recoverable amount is determined based on value in use, which represents the present value of the estimated future cash flows expected to arise from the use of the asset group comprising each cash generating unit. There is a risk that the intangible assets will be impaired if these cash flows do not meet the company's expectations. In addition to the significance of amounts involved, management's assessment process is complex as it involves significant judgement in determining the assumptions to be used to estimate the forecasted cashflows, principally relating to long term revenue growth rates, perpetual growth rate and the discount rate used. Considering the materiality of amounts involved together with the inherent subjectivity related to principal assumptions, this has been considered as key audit matter.	The audit procedures performed by us included the following. • Evaluated the design and tested the operating effectiveness of the internal controls relating to review of impairment assessment process, including those over the forecast of future revenues, growth rate, terminal values and the selection of the appropriate discount rate. • Evaluated the reasonableness of the key estimates by comparing the forecasts to historical revenues, margins, growth rate etc • Evaluated the reasonableness of the valuation methodology, discount rate and perpetual growth rates used in the computation of value-in-use assessment. • Performed sensitivity analysis around the key estimates to ascertain the extent of change in those assumptions that either individually or collectively would be required for Intangible assets tested to be impaired. • Tested the mathematical and clerical accuracy of the model to conclude that the model is accurately calculating the value in use, using the appropriate methodology.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Indian Accounting standard (IND-AS) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

P.O. Box : 210, Ajman - U.A.E. Accountants, Auditors & Management Consultants Tel.: +971 6 5614590
Email : info@raoandrosscharteredaccountants.com
Website : www.raoandrosscharteredaccountants.com

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
Those charged with governance are responsible for overseeing the Company's financial reporting process.

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 guaranteed that an audit conducted in accordance with ISAs 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, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk 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 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 purpose 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 management.

- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in auditor's report to the related disclosures in the financial statements or, if such disclosure is 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.

P.O. Box : 210, Ajman - U.A.E.
Accountants, Auditors & Management Consultants
Tel.: +971 6 5614590
Email : info@raoandrosscharteredaccountants.com
Website : www.raoandrosscharteredaccountants.com

- 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 the management 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.

Opinion: In our opinion, to the best of information and according to the explanation given to us the company has, in all material respect, an adequate internal financial control system over financial reporting and such internal financial control over financial reporting were operating effectively as at March 31,2023.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

We are not aware of any contraventions during the period of applicable law which may have a material effect on the financial position of the company and the results of its operations for the year then ended.

For RAO & ROSS
Chartered Accountants

Authorized Signatory
Dated: 16th May, 2023

راو و روس
RAO & ROSS Chartered Accountants
Tel.: 06 5614590
P.O. Box 210
AJMAN - U.A.E.

P.O. Box : 210, Ajman - U.A.E.
Accountants, Auditors & Management Consultants
Tel.: +971 6 5614590
Email : info@raoandrosscharteredaccountants.com
Website : www.raoandrosscharteredaccountants.com

ZYDUS WORLDWIDE DMCC
Balance Sheet as at March 31, 2023

Particulars	Note No.	CURRENCY USD As at Mar 31, 2023	CURRENCY USD As at Mar 31, 2022
ASSETS:			
Non-Current Assets:			
Property, Plant and Equipment	3 [A]	7,387,145	6,401,945
Other Intangible Assets	3 [B]	20,930,000	14,630,000
Financial Assets:			
Investments	4	500,143,886	224,255,258
Loans	5	3,609,332	2,459,219
		532,070,363	**247,746,422**
Current Assets:			
Financial Assets:			
Trade Receivables	6	45,362,129	18,956,221
Cash and Cash Equivalents	7	181,522	32,412
Other Current Assets	8	479,590	400,308
		46,023,241	**19,388,941**
Total		**578,093,604**	**267,135,363**
EQUITY AND LIABILITIES:			
Equity:			
Equity Share Capital	9	23,013,508	23,013,508
Other Equity	10	158,669,912	(111,924,395)
		181,683,420	**(88,910,887)**
Non-Current Liabilities:			
Financial Liabilities:			
Borrowings	11	188,170,000	219,970,000
Provisions	12	114,931	113,620
		188,284,931	**220,083,620**
Current Liabilities:			
Financial Liabilities:			
Borrowings	13	177,728,104	114,171,259
Trade Payables	14	30,372,932	21,734,570
Other Current Liabilities	15	408	9,884
Provisions	16	23,809	46,917
Current Tax Liabilities [Net]			
		208,125,253	**135,962,630**
Total		**578,093,604**	**267,135,363**

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

Partner
Place : U.A.E.
Dated : 16th May 2023

RAO & ROSS Chartered Accountants
راو و روس
Tel.: 06 5614590
P.O. Box: 210
AJMAN - U.A.E.

For and on behalf of the Board

ZYDUS WORLDWIDE DMCC
زايدوس وورلدوايد م.د.م.س
REG NO. 5173
DUBAI, UAE

Mr Ketankumar Bhut
Director

Mr Jay Kothari
Director

ZYDUS WORLDWIDE DMCC

Statement of Profit and Loss for the year ended March 31, 2023

Particulars	Note No.	CURRENCY USD	
		Year ended	
		Mar 31, 2023	Mar 31, 2022
Revenue from Operations	18	75,012,027	41,533,503
Other Income	19	102,424	260,207
Total Income		**75,114,451**	**41,793,711**
EXPENSES:			
Cost of Materials Consumed	20	82,555	19,051
Purchases of Stock-in-Trade	21	24,655,488	23,120,634
Employee Benefits Expense	22	784,633	786,192
Finance Costs	23	12,307,683	2,706,500
Depreciation and Amortisation expense	24	1,750,556	772,016
Other Expenses	25	40,832,916	28,059,695
Total Expenses		**80,413,831**	**55,464,089**
Loss before Exceptional items and Tax		**(5,299,380)**	**(13,670,378)**
Loss for the year		**(5,299,380)**	**(13,670,378)**
OTHER COMPREHENSIVE INCOME [OCI]:			
Items that will not be reclassified to profit or loss:			
Re-measurement gain/(loss) on post employment defined benefit plans		5,059	(12,021)
Other Comprehensive Income for the year [Net of tax]		**5,059**	**(12,021)**
Total Comprehensive Loss for the year [Net of Tax]		**(5,294,321)**	**(13,682,399)**
Basic & Diluted Earning per Equity Share [EPS] [in USD]	26	**(62.73)**	**(161.82)**
Significant Accounting Policies	2		
Notes to the Financial Statements	1 to 29		

As per our report of even date

For Rao & Ross

Chartered Accountants

Firm Registration Number: 106

Partner

Place : U.A.E.

Dated : 16th May 2023

For and on behalf of the Board

ZYDUS WORLDWIDE DMCC REG NO. 5173 DUBAI, UAE

Mr Ketankumar Bhut
Director

Mr Jay Kothari
Director

RAO & ROSS Chartered Accountants Tel.: 06 5614500 P.O. Box: 210 AJMAN - U.A.E.

Zydus Worldwide DMCC

Cash Flow Statement for the period ended March 31, 2023

	Particulars	USD Year Ended March 31, 2023		March 31,2022
A	**Cash flows from operating activities:**			
	Loss before tax		**(5,299,380)**	**(13,670,378)**
	Adjustments for:			
	Depreciation and Amortisation expense	1,750,556		772,016
	Profit on sale of property, plant and equipment [Net]	-		(310,827)
	Interest income	(77,957)		(3,525)
	Interest expenses	12,284,737		2,706,821
	Provisions for employee benefits	(16,738)		55,375
	Total		**13,940,598**	**3,219,861**
	Operating profit before working capital changes		**8,641,218**	**(10,450,517)**
	Adjustments for:			
	Decrease/ [Increase] in trade receivables	(26,405,908)		(2,806,686)
	Decrease/ [Increase] in other assets	(79,282)		(62,697)
	[Decrease]/ Increase in trade payables	8,638,362		(4,664,720)
	[Decrease]/ Increase in other liabilities	(9,476)		(16,474)
	Total		**(17,856,305)**	**(7,550,578)**
	Net cash used in operating activities		**(9,215,087)**	**(18,001,095)**
B	**Cash flows from investing activities:**			
	Purchase of property, plant and equipment	(9,035,756)		(4,037,532)
	Purchase of non current investments in subsidiaries	-		177,827
	Profit from sale of current investments	-		407,511
	Advances to subsidiaries	(1,072,156)		(2,203,525)
	Interest received	-		3,525
	Net cash used in investing activities		**(10,107,912)**	**(5,652,193)**
C	**Cash flows from financing activities:**			
	Repayment of non current borrowings	(31,800,000)		-
	Current Borrowings [Net]	52,963,317		26,329,842
	Interest paid	(1,691,209)		(2,706,821)
	Net cash generated from financing activities		**19,472,108**	**23,623,021**
	Net Increase in cash and cash equivalents		149,109	(30,268)
	Cash and cash equivalents at the beginning of the year		32,412	62,680
	Cash and cash equivalents at the end of the year		181,522	32,412

Notes to the Cash Flow Statement

1 All figures in brackets are outflows.
2 Previous year's figures have been regrouped wherever necessary.
3 Cash and cash equivalents comprise of:

		As at Mar 31 2023	As at Mar 31 2022
a	Cash on Hand	1,006	1,006
b	Balances with Banks	180,516	31,406
		181,522	**32,412**

4 Change in Liability arising from financing activities:

	As at April 01, 2022	Cash flow	Foreign exchange movement	Total As At Mar 31, 2023
Borrowing - Non Current [Refer Note 11]	219,970,000	(31,800,000)	-	188,170,000
Borrowing - Current [Refer Note 13]	114,171,259	63,556,845	-	177,728,104
	334,141,259	**31,756,845**	**-**	**365,898,104**

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

For and on behalf of the Board

REG NO. 5173
DUBAI, UAE
ZYDUS WORLDWIDE DMCC

Mr Ketankumar Bhut
Director

Mr Jay Kothari
Director

Place : U.A.E.
Dated : 16th May 2023

ZYDUS WORLDWIDE DMCC
Statement of Change in Equity for the period ended 31st March 2023

	USD	
	As at	
a Equity Share Capital:	**Mar 31, 2023**	**March 31, 2023**
	No. of Shares	**USD**
Equity Shares of AED 1000/- each, Issued, Subscribed and Fully Paid-up:		
As at April 1, 2021	84,480	23,013,508
As at March 31, 2022	84,480	23,013,508
As at Mar 31, 2023	**84,480**	**23,013,508**

	USD		
b Other Equity:	**Reserves and Surplus**		**Total**
	Capital Reserve	**Retained Earnings**	
As at March 31, 2021	-	**(98,241,996)**	**(98,241,996)**
Add: Loss for the year	-	(13,670,378)	(13,670,378)
Add: Other Comprehensive income	-	(12,021)	(12,021)
As at Mar 31, 2022	-	**(111,924,395)**	**(111,924,395)**
Add: Loss for the year	-	(5,299,380)	(5,299,380)
Add: Other Comprehensive income	-	5,059	5,059
Add: Pusuant to common control merger of Zydus Discovery DMCC with Zydus Therapeutics Inc. [Refer Note 4 (B) {iii, iv}]	275,888,628	-	275,888,628
Total Comprehensive Income	-	-	-
As at Mar 31, 2023	**275,888,628**	**(117,218,716)**	**158,669,912**

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 : 16th May 2023

Mr Ketankumar Bhut
Director

Mr Jay Kothari
Director

Zydus Worldwide DMCC
Notes to the Financial Statements

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

[A] Property, Plant and Equipment:

	Buildings	Plant & Equipment	Furniture and Fixtures	Vehicle	Office Equipment	Total
Gross Block:						-
As at March 31, 2021	**2,495,108**	**34,284**	**119,568**	-	**15,188**	**2,664,147**
Additions	368,369	4,916,604	42,001	-		**5,326,974**
Disposals	(1,289,443)				-	**(1,289,443)**
As at March 31, 2022	**1,574,034**	**4,950,888**	**161,569**	-	**15,188**	**6,701,679**
Additions		1,009,245	228	26,283	-	**1,035,756**
Disposals	-	-	-	-	-	-
As at March 31, 2023	**1,574,034**	**5,960,133**	**161,797**	**26,283**	**15,188**	**7,737,435**
Depreciation and Amortisation:						
As at March 31, 2021	**248,463**	**29,792**	**67,274**	-	**15,188**	**360,717**
Depreciation for the year	40,899	4,930	26,188	-	-	**72,016**
Impairment for the year	(133,000)		-			**(133,000)**
As at March 31, 2022	**156,362**	**34,722**	**93,462**	-	**15,188**	**299,734**
Depreciation for the year	26,254	1,301	17,744	5,257		**50,556**
Impairment for the year						-
As at March 31, 2023	**182,616**	**36,023**	**111,206**	**5,257**	**15,188**	**350,290**
Net Block:						-
As at March 31, 2021	2,246,644	4,492	52,293	-	0	2,303,430
As at March 31, 2022	1,417,672	4,916,166	68,107	-	0	6,401,945
As at March 31, 2023	**1,391,418**	**5,924,110**	**50,591**	**21,026**	**0**	**7,387,145**

[B] Intangible Assets:

	Other Intangible Assets		
	Commercial Rights	Technical Know-how	Total
Gross Block:			
As at March 31, 2021	1,500,000	14,530,000	**16,030,000**
Additions	-	-	-
Disposals	-	-	-
As at March 31, 2022	1,500,000	14,530,000	**16,030,000**
Additions	8,000,000	-	**8,000,000**
Disposals	-	-	-
As at March 31, 2023	**9,500,000**	**14,530,000**	**24,030,000**
Amortisation and Impairment:			
As at March 31, 2021	300,000	400,000	**700,000**
Amortisation for the year	300,000	400,000	**700,000**
As at March 31, 2022	600,000	800,000	**1,400,000**
Amortisation for the year	1,300,000	400,000	**1,700,000**
As at March 31, 2023	**1,900,000**	**1,200,000**	**3,100,000**
Net Block:			-
As at March 31, 2021	1,200,000	14,130,000	15,330,000
As at March 31, 2022	900,000	13,730,000	14,630,000
As at March 31, 2023	**7,600,000**	**13,330,000**	**20,930,000**

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

	Face Value [*]	Nos. [**] Previous Year [ ]	USD As at Mar 31, 2023	USD As at Mar 31, 2022
Note: 4-Investments [Non-Current]:				
Investments in Subsidiaries				
Investments in Equity Instruments			283,325,460	217,436,832
Investments in Preference Shares			216,818,426	6,818,426
Details of Investments :			**500,143,886**	**224,255,258**
A Details of Investments in Subsidiaries				
Investment in Equity Instruments				
Subsidiary Companies [Unquoted]:				
In fully paid-up equity shares/ common stocks of:				
Zydus Netherlands BV, Netherlands	€ 100.00	970530	106,362,741	106,362,741
Zydus France , SAS , France	€ 4.00	1944134	9,835,746	9,835,746
ETNA Bio Tech - ITALY	€ 100.00	900	107,925	107,925
Alidac Healthcare (Myanmar) Limited, Myanmmar	MMK 1000	43780641	31,820,030	31,820,030
Zydus Healthcare SA (Pty.) Limited, South Africa	With No Par Value	57704149	5,704,277	5,704,277
Zydus Therapeutics Inc, USA [iv]	$0.001 par value	3000	129,494,740	63,606,112
			283,325,460	**217,436,832**
Investment in Preference Shares [Carried at amortised cost] [Unquoted]:				
Redeemable Preference Shares				
Zydus Healthcare SA (Pty.) Limited, South Africa	With No Par Value	5877000	**6,818,426**	**6,818,426**
Non-convertible preferred stock				
Zydus Therapeutics Inc, USA [iv]	$0.001 par value	3000	**210,000,000**	**-**
			216,818,426	**6,818,426**
Total			**500,143,886**	**224,255,258**
Aggregate book value of unquoted investments			**500,143,886**	**224,255,258**

B Explanations:

i In "Face Value [*]", figures in US $ unless stated otherwise.

ii In "Nos. [**]" figures of previous year are same unless stated in [ ].

iii With effect from 01st July 2021, Zydus Discovery DMCC [ZDD], Dubai, a wholly owned subsidiary of the Company,is merged with Zydus Therapeutics Inc. [ZTI], USA, another wholly owned subsidiary of the Company.
Pursuant to the merger, ZTI had acquired all the assets and liabilities of ZDD.
The merger is between the related parties and accounted for using accounting methodology of "Business Combinations under common control".

iv In consideration of the merger, ZTI had issued 3,000 shares of Series A non-convertible preferred stock of USD 210,000,000 [per share par value of $ 0.001] and 3,000 common stock of USD 129,494,740 [per share par value of $ 0.001].
The difference between the amount invested by the Company in ZDD and the consideration received by the Company pursuant to merger had been accounted as Capital Reserve $ 275,888,628

	Mar 31, 2023	Mar 31, 2022
Note: 5-Loans:		
[Unsecured, Considered Good unless otherwise stated]		
Loans and Advances to Related Parties [*]	3,609,332	2,459,219
Total	**3,609,332**	**2,459,219**
[*] Details of Loans and Advances to related parties are as under:		
Name of the party and relationship with the party to whom loan given:		
Subsidiary Company:		
a Alidac Healthcare (Myanmar) Ltd	3,291,162	2,201,085
b Zydus Netherland B.V.	318,170	258,134
Notes:		
a All the above loans have been given for business purposes.		
b All the loans are interest bearing and included in above balances.		
c All the above loans are repayable within a period of three years.		
Note: 6-Trade Receivables:		
Unsecured - Considered good	45,362,129	18,956,221
Total	**45,362,129**	**18,956,221**
Note: 7-Cash and Cash Equivalents:		
Balances with Banks	180,516	31,406
Cash on Hand	1,006	1,006
Total	**181,522**	**32,412**

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

	USD	
	As at	
	Mar 31, 2023	Mar 31, 2022
Note: 8-Other Current Assets:		
[Unsecured, Considered Good]		
Advances to Suppliers	250,000	250,000
Balances with Statutory Authorities	211,346	104,890
Prepaid Expenses	-	15,458
Others	18,244	29,960
Total	**479,590**	**400,308**
Note: 9-Equity Share Capital:		
Authorised:		
84480 Equity Shares [as at 31-Mar-2022 : 84480] Equity Shares of 1000 AED /- each	23,013,508	23,013,508
	23,013,508	**23,013,508**
Issued, Subscribed and Paid-up:		
84480 Equity Shares [as at 31-Mar-2022: 84480] Equity Shares of 1000 AED /- each	23,013,508	23,013,508
Total	**23,013,508**	**23,013,508**
A There is no change in the number of shares as at the beginning and end of the year.		
Number of shares at the beginning and at the end of the year	84,480	84,480
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: 10-Other Equity:		
Capital Reserve:		
Balance as per last Balance Sheet	-	-
Add: Pusuant to common control merger of Zydus Discovery DMCC with Zydus Therapeutics Inc. [Refer Note 4 (B) {iii, iv}]	275,888,628	-
	275,888,628	**-**
Retained Earnings:		
Balance as per last Balance Sheet	(111,924,395)	(98,241,996)
Add: Profit/(Loss) for the year	(5,299,380)	(13,670,378)
	(117,223,775)	**(111,912,374)**
Less: Items of other Comprehensive income recognised directly in Retained Earnings:		
Re-measurement gains/ [losses] on defined benefit plans [net of tax]	5,059	(12,021)
Balance as at the end of the year	**(117,218,716)**	**(111,924,395)**
Total	**158,669,912**	**(111,924,395)**

Note: 11-Borrowings:

	Non-current portion		Current Maturities	
	As at		As at	
	March 31, 2023	March 31, 2022	**March 31, 2023**	March 31, 2022
A Term loan [From Related Party]				
Unsecured	188,170,000	219,970,000	164,139,374	103,545,846
Total	**188,170,000**	**219,970,000**	**164,139,374**	**103,545,846**
The above amount includes:				
Zydus International Private Limited	188,170,000	189,970,000	6,893,823	1,269,607
The Loan is bearing interest of 6 month SOFR plus Spread. The tenure of the loan shall be 3 years from the disbursement date, which can be further renewed on yearly basis howerver the total tenure of the loan shall not exceed 5 years from the date of first disbursement.				
Sentynl Therapeutics Inc.	-	30,000,000	-	68,394
The Loan was bearing interest of 1 month SOFR plus Spread The tenure of the loan shall be 1 years from the disbursement date, which can be further renewed for one more year on mutual agreement.				
Zydus Lifesciences Limited	-	-	157,245,551	102,207,846
The Loan was bearing interest of 6 month SOFR plus Spread The tenure of the loan shall be 1 years from the disbursement date, which can be further renewed for one more year on mutual agreement.				
Net amount	**188,170,000**	**219,970,000**	**164,139,374**	**103,545,846**

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

	USD	
	As at	
	Mar 31, 2023	Mar 31, 2022
Note: 12-Provisions:		
Provision for Employee Benefits	114,931	113,620
Total	**114,931**	113,620
Note: 13-Borrowings:		
Current Maturities of Long Term Debt [Refer Note-11] [*]	164,139,374	103,545,846
Working Capital Loans from Banks [Unsecured]	13,588,730	10,625,413
Total	**177,728,104**	**114,171,259**
[*] Includes Interest Due	12,642,890	2,049,362
Note: 14-Trade Payables:		
Trade Payable	30,372,932	21,734,570
Total	**30,372,932**	**21,734,570**
Note: 15-Other Current Liabilities:		
Other Current Liabilities	408	9,884
Total	**408**	9,884
Note: 16-Provisions:		
Provision for Employee Benefits- Current	23,809	46,917
Total	**23,809**	46,917
Note: 17-Contingent Liabilities & Commitments (to the extent not provided for)		
Contingent Liabilities & Commitments (to the extent not provided for)	-	-

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

		Year ended	
		Mar 31, 2023	Mar 31, 2022
Note: 18-Revenue from Operations:			
Sale of Products		72,654,766	35,033,503
Other Operating Revenues:			
Miscellaneous Income		2,300,000	6,500,000
Net Gain on foreign currency transactions and translation		57,261	-
Total		**75,012,027**	**41,533,503**
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 is under:			
Revenue as per contracted price		**72,654,766**	**35,033,503**
Less:			
Provision for Expiry and Sales Return		-	-
Discounts/ Price Reduction/ Rebates		-	-
Revenue from contract with customers		**72,654,766**	**35,033,503**
Note: 19-Other Income:			
Finance Income:			
Interest Income on Financial Assets measured at Amortised Cost		77,957	3,525
Net Gain on sale of Property, Plant and Equipment		-	177,827
Other Non-operating Income		24,467	78,855
Total		**102,424**	**260,207**
Note: 20- Cost of Materials Consumed			
Purchases		82,555	19,051
Total		**82,555**	**19,051**
Note: 21-Purchases of Stock-in-Trade:			
Purchases of Stock-in-Trade		24,655,488	23,120,634
Total		**24,655,488**	**23,120,634**
Note: 22-Employee Benefits Expense:			
Salaries and wages		749,988	749,532
Contribution to provident and other funds		22,919	29,618
Staff welfare expenses		11,726	7,041
Total		**784,633**	**786,192**
Note: 23-Finance Cost:			
Interest expense [*]		12,284,737	2,706,821
Net Loss/ [Gain] on foreign currency transactions and translation		6,731	(16,314)
Bank commission & charges		16,215	15,993
Total		**12,307,683**	**2,706,500**
[*] The break up of interest expense into major heads is given below:			
On term loans		12,004,028	2,626,743
On working capital loans		280,709	80,078
Total		**12,284,737**	**2,706,821**
Note: 24-Depreciation			
Depreciation and Amortisation expenses:			
Depreciation		50,556	72,016
Amortisation		1,700,000	700,000
Total		**1,750,556**	**772,016**
Note: 25-Other Expenses:			
Repairs to Buildings		18,046	16,810
Rent		1,287	1,225
Repairs to Others		557	8,967
Insurance		206,694	42,086
Rates and Taxes [excluding taxes on income]		17,472	16,418
Traveling Expenses		122,126	105,481
Legal and Professional Fees [*]		13,401,193	3,463,615
Net Loss on foreign currency transactions and translation		-	45,688
Commission on sales		286,507	147,835
Other marketing expenses		531,375	271,024
Miscellaneous Expenses [*]		26,247,659	23,940,546
Total		**40,832,916**	**28,059,695**
[*]Above expenses includes Research related expenses as follows:			
Legal and Professional Fees		**13,399,010**	3,454,760
Product Development Expense		**25,764,850**	23,859,240
Note: 26-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	(5,299,380)	(13,670,378)
B Basic and weighted average number of Equity shares outstanding during the year	Numbers	84,480	84,480
C Nominal value of equity share	AED	1,000	1,000
D Basic & Diluted EPS	USD	(62.73)	(161.82)

Note: 27-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: 28-Related Party Transactions:

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

a Holding Company : **Zydus Lifesciences Limited**

b Subsidiary Company:

Zydus Netherlands B.V. [the Netherlands]
Zydus France, SAS [France]
Zydus Therapeutics Inc.[USA]*
Alidac Healthcare (Myanmar) Limited [Myanmar]
Zydus Healthcare S.A. (Pty) Ltd [South Africa]
Etna Biotech S.R.L. [Italy]

[*] Zydus Discovery DMCC [Dubai] [Merged with Zydus Therapeutics Inc. w.e.f. July 1, 2021]

c Fellow Subsidiary Companies, Associates Company/ concerns:

Zydus Healthcare Limited
German Remedies Pharmaceuticals Private Limited
Zydus Wellness Limited
Zydus Wellness Products Limited
Zydus Wellness International DMCC
Zydus Wellness (BD) Pvt Ltd [Bangladesh]
Liva Nutritions Limited
Liva Investment Limited
Zydus Animal Health and Investments Limited
Dialforhealth Unity Limited
Dialforhealth Greencross Limited
Zydus Pharmaceuticals Limited
Biochem Pharmaceutical Private Limited
Zydus Strategic Investments Limited
Zydus VTEC Limited
Zydus Foundation
M/s. Recon Pharmaceuticals and Investments, a Partnership Firm
Violio Healthcare Limited
Viona Pharmaceuticals Inc. [USA]
Zydus Healthcare Philippines Inc. [Philippines]
Zydus Lanka (Private) Limited [Sri Lanka]
Zydus International Private Limited [Ireland]
Zydus Pharmaceuticals (USA) Inc. [USA]
Nesher Pharmaceuticals (USA) LLC [USA]
ZyVet Animal Health Inc. [USA]
Zydus Healthcare (USA) LLC [USA]
Sentynl Therapeutics Inc. [USA]
Zydus Noveltech Inc. [USA]
Hercon Pharmaceuticals LLC [USA]
Simayla Pharmaceuticals (Pty) Ltd [South Africa]
Script Management Services (Pty) Ltd [South Africa]
Laboratorios Combix S.L. [Spain]
Zydus Nikkho Farmaceutica Ltda. [Brazil]
Zydus Pharmaceuticals Mexico SA De CV [Mexico]
Zydus Pharmaceuticals Mexico Services Company SA De C.V.[Mexico]
Zydus Pharmaceuticals UK Limited [UK]
Zynext Ventures Pte. Ltd. [Singapore]
Zynext Ventures USA LLC [USA]

d Joint Venture Companies of Holding Company:

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

e Directors :

Mr. Jay Kothari
Mr. Ketankumar Bhut
Mr. Pradeep Agihotri
Dr. Sharvil P. Patel
Dr. Deven Parmar

ZYDUS WORLDWIDE DMCC
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 28-A [a, b , c & e]

	USD	
	Year Ended	
Nature of Transactions	Mar 31,2023	Mar 31,2022
Purchases:		
Goods:		
Zydus Lifesciences Limited	24,343,984	21,911,191
Zydus Healthcare (USA) LLC	127,523	-
Services:		
Zydus Lifesciences Limited	3,140,395	1,379,530
Zydus Pharmaceuticals (USA) Inc	3,125,375	-
Zydus Healthcare (USA) LLC	127,484	162,724
Property, Plant and Equipment and intangible assets:		
Zydus Lifesciences Limited	8,000,000	-
Sales:		
Goods:		
Zydus Pharmaceuticals (USA) Inc	67,810,981	29,873,388
Services:		
Zydus Wellness International DMCC	6,808	
Finance:		
Inter Corporate Loans given/(Received)		
Zydus Lifesciences Limited	(50,000,000)	(20,000,000)
Zydus Netherlands B.V.	50,105	-
Zydus International Pvt Ltd	(2,000,000)	-
Alidac Healthcare (Myanmar) Limited	1,022,051	2,200,000
Finance:		
Inter Corporate Loans (repaid):		
Sentynl Therapeutics Inc.	(30,000,000)	-
Zydus International Pvt Ltd	(3,800,000)	-
Interest (Expense) / Income		
Zydus International Pvt. Ltd.	(6,893,823)	(1,792,110)
Sentynl Therapeutics Inc.	(72,500)	(285,039)
Zydus Lifesciences Limited	(5,037,705)	(549,595)
Alidac Healthcare (Myanmar) Limited	68,026	1,085
ZNBV, Netherland	9,931	2,440
	As at	
Outstanding:		
Payable:		
Zydus International Pvt. Ltd. (Loan and Interest)	195,063,823	191,239,607
Zydus Lifesciences Limited (Loan and Interest)	157,245,551	102,207,846
Sentynl Therapeutics Inc. (Loan and Interest)	-	30,068,394
Zydus Lifesciences Limited	14,427,779	15,621,900
Zydus Healthcare (USA) LLC	5,427	71,517
Zydus Pharmaceuticals USA Inc	2,984,987	-
Receivable:		
Zydus Netherlands B.V. (Loan and Interest)	318,169	258,134
Alidac Healthcare (Myanmar) Limited - (Loan and Interest)	3,291,162	2,201,085
Zydus Pharmaceuticals USA Inc	43,471,235	15,427,452
Other Receivable:		
Zydus Lifesciences Limited	250,000	250,000

b Details relating to persons referred to in Note-28-A [e] above:

	USD	
	Year Ended	
	Mar 31,2023	Mar 31,2022
[i] Salaries and other employee benefits	152,342	141,244
[ii] Sitting Fees	3,267	5,718
[iii] Outstanding payable to above (i) and (ii)	-	-

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

Note: 29 : Financial Instruments:

Fair value of instruments measured at amortised cost:

Financial Assets:

The carrying amounts of trade receivables, loans and advances to related parties 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 banks, other financial liabilities and trade payables are considered to be approximately equal to the carrying values.

Note: 29 : Financial Risk Management:

A Financial instruments by category:

	USD			
	As at March 31, 2023			
	FVTPL	FVOCI	Amortised Cost	Total
Financial assets:				
Non Current Loans	-	-	3,609,332	**3,609,332**
Trade receivables	-	-	45,362,129	**45,362,129**
Cash and Cash Equivalents	-	-	181,522	**181,522**
Total	-	-	49,152,983	**49,152,983**
Financial liabilities:				
Borrowings [including current maturities and interest accrued but not due]	-	-	365,898,104	**365,898,104**
Trade payables	-	-	30,372,932	**30,372,932**
Total	-	-	396,271,036	**396,271,036**

	USD			
	As at March 31, 2022			
	FVTPL	FVOCI	Amortised Cost	Total
Financial assets:				
Non Current Loans	-	-	2,459,219	**2,459,219**
Trade receivables	-	-	18,956,221	**18,956,221**
Cash and Cash Equivalents	-	-	32,412	**32,412**
Total	-	-	21,447,853	**21,447,853**
Financial liabilities:				
Borrowings [including current maturities and interest accrued but not due]	-	-	334,141,259	**334,141,259**
Trade payables	-	-	21,734,570	**21,734,570**
Total	-	-	355,875,829	**355,875,829**

ZYDUS WORLDWIDE DMCC
Notes to the Financial Statements

Note: 29 : Financial Instruments:

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 Investments at Amortised Cost : They are strategic investments in the normal course of business of the company.

ii Loans to related parties : They are given for business purposes. The Company reassesses the recoverability of loans periodically. Interest recoveries from these loans are regular and there is no event of defaults.

iii 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, 2023				
Non-derivative Financial Liabilities:					
Borrowings [including current maturities and interest]	177,728,104	188,170,000			365,898,104
Trade payable	30,372,932				30,372,932
Total	208,101,036	188,170,000	-	-	**396,271,036**

	USD				
	< 1 year	1-2 year	2-3 year	> 3 years	Total
	As at March 31, 2022				
Non-derivative Financial Liabilities:					
Borrowings [including current maturities and interest]	114,171,259	219,970,000			334,141,259
Trade payable	21,734,570				21,734,570
Total	135,905,829	219,970,000	-	-	**355,875,829**

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.

Note: 29 : Other Information

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

Signatures to Significant Accounting Policies and Notes 1 to 29 to the Financial Statements

For and on behalf of the Board

REG NO. 5173
DUBAI, UAE
ZYDUS WORLDWIDE DMCC

Mr Ketankumar Bhut	Mr Jay Kothari
Director	Director
Place : U.A.E.	Place : U.A.E.
Dated : 16th May 2023	Dated : 16th May 2023

Zydus Worldwide DMCC

I-Company overview:

Description of Business:

Zydus Worldwide DMCC is formed as a company with Limited Liability and under the provisions of law no. (4) Of 2001 in respect of establishing Dubai Multi Commodities Center [DMCC], Dubai (U.A.E.) vide Registration no. DMCC5173, with Limited Liability. The company is licensed to perform activities such as - Pharmaceutical researches and studies, Marketing Management, Trading in pharmaceutical products (outside UAE), Investment in commercial enterprise and management, as per the licenses granted by DMCC vide License No. DMCC – 34079, 34080, 34081, 34082.

II-Significant Accounting Policies:

A The following note provides list of the significant 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 assets and investments:

Significant judgment is involved in determining the estimated future cash flows from the investments, Property, plant and equipment 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:

Significant judgments are involved in making judgments about the 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	60 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 Tangible fixed assets 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.

Zydus Worldwide DMCC

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.

13 Financial Instruments:

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 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.

15 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 Worldwide DMCC

Defined Benefit Obligations as on 31st March 2023

		USD As March 31, 2023 Gratuity	USD As March 31, 2023 Leaves	USD As March 31, 2022 Gratuity	USD As March 31, 2022 Leaves
A	**Change in the present value of the defined benefit obligation:**				
	Opening defined benefit obligation	91,678	68,860	55,481	40,910
	Interest cost	5,880	4,362	3,399	2,428
	Current service cost	17,039	19,312	22,012	20,402
	Benefits paid	(16,797)	(10,902)	(1,236)	(366)
	Actuarial [gains]/ losses on obligation	(5,059)	(35,631)	12,021	5,486
	Closing defined benefit obligation	**92,741**	**46,001**	**91,678**	**68,860**
B	**Change in the fair value of plan assets:**				
		-	-	-	-
C	**Actual return on plan assets:**	-	-	-	-
D	**Amount recognised in the balance sheet:**				
	Liabilities/ [Assets] at the end of the year	92,741	46,001	91,678	68,860
	Fair value of plan assets at the end of the year	-	-	-	-
	Difference	92,741	46,001	91,678	68,860
	Liabilities/ [Assets] recognised in the Balance Sheet	**92,741**	**46,001**	**91,678**	**68,860**
E	**Expenses/ [Incomes] recognised in the Statement of Profit and Loss:**				
	Current service cost	17,039	19,312	22,012	20,402
	Interest cost on benefit obligation	5,880	4,362	3,399	2,428
	Net actuarial [gains]/ losses in the year		(35,631)		5,486
	Amount Included in "Employee Benefit Expense"	22,919	(11,958)	25,411	28,316
	Return of plan assets excluding amounts included in interest income	-		-	
	Net actuarial [gains]/ losses in the year	(5,059)	-	12,021	
	Amounts recognized in OCI	(5,059)	-	12,021	-
F	**Movement in net liabilities recognised in Balance Sheet:**				
	Opening net liabilities	91,678	68,860	55,481	40,910
	Expenses as above [P & L Charge]	22,919	(11,958)	25,411	28,316
	Amount recognised in OCI	(5,059)	-	12,021	-
	Benefits Paid	(16,797)	(10,902)	(1,236)	(366)
	Liabilities/ [Assets] recognised in the Balance Sheet	**92,741**	**46,001**	**91,678**	**68,860**

Zydus Worldwide DMCC

Defined Benefit Obligations as on 31st March 2023

		Gratuity	Leaves
G	**Principal actuarial assumptions as at Balance sheet date:**	**Mar 31, 2023**	**Mar 31, 2023**
	Discount rate	7.40%	
	[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post employment benefit obligations]		
	Expected rate of return on plan Assets	Not applicable	
	[The expected rate of return assumed by the Insurance company is generally based on its Investment pattern as stipulated by the Government of India]		
	Annual increase in salary cost	9.00%	
	[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market]		
	Withdrawal rates [p.a.]	40% at younger ages reducing to 1% at older ages	
	[The estimates of level of attrition is based on broad economic outlook, type of sector the Company operates in and measures taken by the management to retain/ relieve the employees]		
H	**The categories of plan assets as a % of total plan assets are:**		
	Insurance plan	Not applicable	

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 7.87 years [as at March 31, 2022: 7.21 years].

I **Sensitivity analysis:** A quantitative sensitivity analysis for significant assumptions is shown below:

	Gratuity		Leaves	
	Mar 31, 2023		**Mar 31, 2023**	
Assumption	**Discount rate**		**Discount rate**	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation (in USD '000)	(3.68)	3.96	(1.60)	1.73
Assumption	**Annual increase in salary cost**		**Annual increase in salary cost**	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation (in USD '000)	3.88	(3.64)	1.69	(1.59)
Assumption	**Withdrawal rate**		**Withdrawal rate**	
Sensitivity Level	10% increase	10% decrease	10% increase	10% decrease
Impact on defined benefit obligation (in USD '000)	(1.23)	1.33	(0.61)	0.68

The following payments are expected contributions to the defined benefit plan and long term employment benefit in future years:

	USD	
	As at March 31	
	2023	2022
Within the next 12 months [next annual reporting period]	**23,801**	46,228
Between 2 and 5 years	**52,436**	53,464
Between 6 and 10 years	**34,540**	29,119
Total expected payments	**110,776**	128,810