



Familiarization Presentation
to the new
Independent Directors of
Zydus Lifesciences Limited

January 2023

Why this presentation

Regulation 25(7) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the **Listing Regulations**”) mandates all listed entities to familiarize the Independent Directors (“**IDs**”) through various programmes, about the listed entity which shall include the following

- (i) **nature of industry** in which the listed company entity operates,
- (ii) **business model** of the listed entity,
- (iii) **roles, rights and responsibilities** of independent directors and
- (iv) any other relevant information.

What is covered in this presentation

1. Short history of the Company
2. Industry in which Zydus Lifesciences Limited (“the **Company**”) operates
3. Business model of the Company
4. Corporate Information, Board of Directors, Committees of Board, Shareholding Pattern, Senior Management Team
5. Organization Structure and Joint ventures
6. Financial information at glance
7. Business of the Company
8. Business verticals of the Company
9. Manufacturing facilities
10. Important milestones
11. Compliances and disclosures
12. Internal Control System
13. Roles of Independent Director, Guidelines of professional conduct
14. Responsibilities and Duties of Independent Director

Short history of the Company

- The Company was incorporated in the name of Cadila Healthcare Private Limited on May 15, 1995.
- Later on, the Company was converted into a public limited company and the name was changed to Cadila Healthcare Limited w.e.f. July 17, 1996.
- Lastly, the name of the Company was changed to Zydus Lifesciences Limited w.e.f. February 24, 2022.

Authorized Share Capital	Issued, Subscribed and Paid-up Equity Share Capital
Rs. 172,50,00,000 divided into 172,50,00,000 equity shares of Re. 1/- each	Rs. 101,22,04,139/- divided into 101,22,04,139 equity shares of Re. 1/- each fully paid-up

Industry in which the Company operates (1/2)

- Zydus Lifesciences Limited, the flagship company of Zydus Group of companies is engaged in business of manufacturing, marketing, distribution, import, export, research and development of drugs and pharmaceuticals. The business of the Company falls under “Pharmaceutical” industry.
- The Company has set-up manufacturing facilities and R&D centres in India and abroad.
- The Company has state of art Research and Development facility, which is headed by Mr. Pankaj Patel, Chairman.
- There are 1,440 + scientists employed by the Company as at November 30, 2022.
- Details of manufacturing facilities are provided in coming slides.

Industry in which the Company operates (2/2)

- The Company has strong marketing and distribution channel. For sales in Indian market, Clearing and Forwarding Agents are appointed across India and in most of the states. For sales outside India (i.e. exports), the Company works through both own subsidiaries and also distributors, in different countries.
- The Company has its own manufacturing facilities of drugs, pharmaceuticals and APIs. The Company also gets drugs and pharmaceuticals products manufactured by others on loan license basis and third party manufacturing. The Company also enters into in-licensing and out-licensing arrangements for pharmaceutical products.

Business Model of the Company

- **Research:** The R&D centre is carrying out new drug discovery research in Cardio-metabolic, inflammation, pain and oncology therapeutic areas.
- **Product Development:** The Company has Pharmaceutical Technology Center mainly engaged in new drugs development and regulatory approvals. The Company has set up PTC at Ahmedabad.
- **API:** API facilities are carrying out research in Active Pharmaceutical Products and manufacturing facilities to cater to captive requirements as well as market demand. The sale is normally on direct marketing basis as well as through agents.
- **Formulation:** The formulation manufacturing facilities are recognized by various regulatory agencies and are the main sources of supply to various overseas markets as well as Indian market for some products.
- **Sourcing:** The company relies on its manufacturing facilities in India for India formulation market, which enjoys North-East backward area benefits and incentives. The company also procures products for Indian markets on Loan License and on P2P basis.
- **Marketing:** The Company has set up a strong marketing and distribution channel for Indian and overseas markets. C&F Agents are appointed in almost all states of the Country for smooth clearing, forwarding and handling of finished formulations in Indian market. The Company has dedicated team of marketing headed by experienced and knowledgeable executives. For overseas markets the company relies on its overseas subsidiaries and also distributors (especially for emerging markets).

Corporate Information

Auditors	
Statutory Auditors	Deloitte Haskins & Sells LLP
Internal Auditors	Ernst & Young
Cost Auditors	Dalwadi & Associates
Secretarial Auditors	Manoj Hurkat & Associates
Key Managerial Personnel	
Dr. Sharvil P. Patel, Managing Director	
Mr. Ganesh N. Nayak, Executive Director	
Mr. Nitin D. Parekh, Chief Financial Officer	
Mr. Dhaval N. Soni, Company Secretary & Compliance Officer	
Registrar and Transfer Agents	
Link Intime India Private Limited	

Corporate Identification Number (CIN):
L24230GJ1995PLC025878

Registered Office Address:
Zydus Corporate Park, Scheme No. 63,
Survey No. 536, Khoraj, Gandhinagar, near
Vaishnodevi Circle, S G Highway,
Ahmedabad-382481

Equity Shares are listed on **BSE Limited** and
The National Stock Exchange of India Limited

Board of Directors (1/3)

Existing Board structure:

1. Mr. Pankaj R. Patel, Non-Executive (Promoter) Chairman
2. Dr. Sharvil P. Patel, Managing Director (Promoter),
relative (son) of Mr. Pankaj R. Patel
3. Mr. Ganesh N. Nayak, Executive Director
4. Mr. Nitin R. Desai, Independent Director
5. Mr. Apurva S. Diwanji, Independent Director
6. Mr. Bhadresh K. Shah, Independent Director
7. Ms. Dharmishtaben N. Raval, Independent Woman Director
8. Mr. Akhil Monappa, Independent Director
9. Ms. Upasana Kamineni Konidela, Independent Woman Director
10. Mr. Mukesh M. Patel, Non-Executive Director

Board of Directors (2/3)

Category of Directors: (it is in compliance with the Listing Regulations)

Sr. No.	Category of Directors	No. of Directors	% of total strength
1.	Non-Executive Directors (PRP, MMP)	2	20.00
2.	Executive Directors (SPP, GNN)	2	20.00
3.	Independent Directors (ASD, NRD, DNR, BKS, AM, UKK)	6	60.00
Total		10	100.00

Gender diversity:

Sr. No.	Category of Directors	No. of Directors	% of total strength
1.	Women	2	20.00
2.	Men	8	80.00
Total		10	100.00

PRP-Pankaj R. Patel, **SPP**-Sharvil P. Patel, **GNN**-Ganesh N. Nayak, **ASD**-Apurva S. Diwanji, **NRD**-Nitin R. Desai, **DNR**-Dharmishtaben N. Raval, **BKS**-Bhadresh K. Shah, **MMP**-Mukesh M. Patel, **AM**-Akhil Monappa, **UKK**-Upasana Kamineni Konidela

Board of Directors (3/3)

Age diversity on Board:

Sr. No.	Age Diversity (in years)	No. of Directors	% of total strength
1.	30-39 (UKK)	1	10.00
2.	40-49 (SPP and AM)	2	20.00
3.	50-59 (ASD)	1	10.00
4.	60-69 (PRP, GNN, DNR, MMP)	4	40.00
5	70-79 (NRD, BKS)	2	20.00
Total		10	100.00

Average age of Directors: 59.70 years.

Committees of the Board

Audit Committee:

1. Mr. Nitin R. Desai, Chairperson
2. Mr. Apurva S. Diwanji
3. Mr. Bhadresh K. Shah
4. Ms. Dharmishtaben N. Raval
5. Mr. Mukesh M. Patel

Nomination and Remuneration Committee:

1. Mr. Nitin R. Desai, Chairperson
2. Mr. Apurva S. Diwanji
3. Mr. Bhadresh K. Shah
4. Ms. Dharmishtaben N. Raval
5. Mr. Mukesh M. Patel
6. Mr. Pankaj R. Patel

Risk Management Committee:

1. Mr. Pankaj R. Patel, Chairperson
2. Mr. Apurva S. Diwanji
3. Dr. Sharvil P. Patel
4. Mr. Mukesh M. Patel
5. Mr. Nitin D. Parekh

CSR & ESG Committee:

1. Mr. Pankaj R. Patel,
Chairperson
1. Dr. Sharvil P. Patel
2. Ms. Dharmishtaben N. Raval

Stakeholders Relationship Committee:

1. Mr. Mukesh M. Patel, Chairperson
2. Mr. Pankaj R. Patel
3. Dr. Sharvil P. Patel
4. Mr. Bhadresh K. Shah

Share Transfer Committee:

1. Mr. Pankaj R. Patel, Chairperson
2. Dr. Sharvil P. Patel
3. Mr. Mukesh M. Patel

Finance and Administration Committee:

1. Mr. Pankaj R. Patel, Chairperson
2. Dr. Sharvil P. Patel
3. Mr. Ganesh N. Nayak

Shareholding Pattern (as on September 30, 2022)

Issued, Subscribed and Paid-up Equity Shares: 101,22,04,139 of Re. 1/- each fully paid-up

Sr. No.	Category of Shareholders	No. of shareholders	No. of shares held	% of paid-up share capital
1.	Promoter and Promoter Group (A)	8	75,89,40,186	74.98
a.	Zydus Family Trust		75,87,88,707	74.96
2.	Public Shareholding (B)		25,32,63,953	25.02
a.	Mutual Funds	26	5,42,89,368	5.36
b.	Insurance companies	11	7,39,23,692	7.30
c.	Foreign Portfolio Investors	7,299	2,63,02,582	2.60
d.	Individual shareholders	3,93,946	7,69,02,683	7.60
e.	Others	6,937	2,18,45,628	2.16
Total (A + B)		4,08,227	101,22,04,139	100.00

Shareholders holding more than 1% shares:

1. Zydus Family Trust-75,87,88,707 (74.96%)
2. Life Insurance Corporation of India-6,42,67,147 (6.35%)
3. Kotak Flexicap Fund-2,53,16,795 (2.50%)

Senior Management Team (1/2)

Mr. Pankaj R. Patel
Chairman

Sr. No.	Direct Reportees	Designation
1	Mukul Jain	President-ZRC Biology
2	Kapil Maithal	President-VTC R&D
3	Manoj Kamra	Sr. Vice President-Corporate Affairs
4	Kishor Vinchhi	Sr. Vice President-Chairman Office
5	Jyotindra Gor	Vice President-Chairman Office
6	Binu Thomas	Sr. General Manager-ZRC
8	Kumaragurubaran Nagaswamy	Sr. General Manager-ZRC Chemistry

As per the Listing Regulations, **Senior Management** shall mean the core management team and shall normally include **one level below MD / WTD** and **shall specifically include CFO and CS.**

Senior Management Team (2/2)

Dr. Sharvil P. Patel
Managing Director

Sr. No.	Direct Reportees	Designation
1	Ganesh Nayak	Executive Director
2	Nitin Parekh	President-CFO
3	Rishikesh Raval	President-HR
4	Prashant Sharma	President-CTO
5	Samir Desai	President-Biologics
6	Sanjeev Kumar	President-ZRC Biotech
7	Vipul Doshi	President-Quality & Reg.
8	Gaurav Suchak	President-GDSO
9	M E Kannan	President-PTC-Moraiya
10	Ravindra Mittal	President-MD Office
11	Harish Sadana	Managing Director-ZHL

Sr. No.	Direct Reportees	Designation
12	Keyur Parekh	Sr. Vice President-MD Office
13	Alok Garg	Sr. Vice President-MD Office
14	Arvind Bothra	Sr. Vice President-MD Office & IR

Ganesh N. Nayak
Executive Director

Sr. No.	Direct Reportees	Designation
1	Amrut Naik	President-EMB
2	Rashmin Shah	President-Projects

Organization Structure-Zydus Lifesciences Limited (Indian)

Sr. No.	Name of the subsidiary	% of shares held	Direct / Indirect	Business activity
1.	Zydus Healthcare Limited (“ZHL”)	100.00	Direct	Human Pharmaceutical Formulations
2.	German Remedies Pharmaceuticals Private Limited (“GRPPL”)	100.00	Indirect (through ZHL)	
3.	Zydus Wellness Limited (“ZWL”)	57.59	Direct	Consumer Health & Wellness
4.	Zydus Wellness Products Limited (“ZWPL”)	57.59	Indirect (through ZWL)	
5.	Liva Investment Limited	57.59		No business activity carried on at present
6.	Liva Nutritions Limited	57.59		
7.	Zydus Animal Health and Investments Limited (“ZAHL”)	100.00	Direct	Animal Health and Veterinary
8.	Zydus Pharmaceuticals Limited	100.00	Direct	Human Pharmaceutical Formulations
9.	Zydus VTEC Limited	100.00	Direct	
10.	Dialforhealth Greencross Limited	100.00	Direct	No business activity carried on at present
11.	Dialforhealth Unity Limited	55.00	Direct	
12.	Violio Healthcare Limited	100.00	Indirect (through ZAHL)	
13.	Biochem Pharmaceutical Private Limited	100.00		
14.	Zydus Strategic Investment Limited	100.00	Direct	
15.	Zydus Foundation	100.00	Direct	Section 8 company-CSR activities

Organization Structure-Zydus Lifesciences Limited (Overseas) (1/2)

Sr. No.	Name of the subsidiary	% of shares held	Direct / Indirect	Business activity
1.	Zydus International Private Limited, Ireland (“ZIPL”)	100.00	Direct	Investment and holding
2.	Zydus Worldwide DMCC, Dubai (“ZWDMCC”)	100.00	Direct	Human Pharmaceutical Formulations
3.	Zydus Netherlands BV, the Netherlands (“ZNBV”)	100.00	Indirect (through ZWDMCC)	Investment and holding
4.	Zydus Pharmaceuticals USA Inc., USA (“ZPUI”)	100.00	Direct	Human Pharmaceutical Formulations
5.	Zydus Healthcare USA LLC, USA (“ZHUL”)	100.00	Direct	
6.	Sentynl Therapeutics Inc., USA	100.00	Direct	
7.	Zydus Noveltch Inc., USA (“ZNI”)	100.00	Direct	
8.	Nesher Pharmaceuticals USA Inc., USA	100.00	Indirect (through ZPUI)	
9.	Zyvet Animal Health Inc., USA	100.00		
10.	Hercon Pharmaceuticals USA Inc., USA	100.00	Indirect (through ZNI)	
11.	Viona Pharmaceuticals Inc., USA	100.00	Indirect (through ZAHL)	
12.	Laboratorios Combix SL, Spain	100.00	Indirect (through ZNBV)	
13.	Zydus Nikkho Pharmaceutica Limitada, Brasil	100.00		

Organization Structure-Zydus Lifesciences Limited (Overseas) (2/2)

Sr. No.	Name of the subsidiary	% of shares held	Direct / Indirect	Business activity
14.	Zydus Therapeutics Inc., USA	100.00	Indirect (through ZWDMCC)	Human Pharmaceutical Formulations
15.	Alidac Healthcare Myanmar Limited, Myanmar	100.00		
16.	Etna Biotech SRL, Italy	100.00		
17.	Zydus France SAS, France	100.00		
18.	Zydus Healthcare SA Pty. Limited, South Africa (“ZHSA”)	100.00		
19.	Simalya Pharmaceuticals SA Pty. Limited, South Africa	100.00	Indirect (through ZHSA)	
20.	Script Management Services SA Pty. Limited, South Africa	100.00		
21.	Zydus Lanka (Private) Limited, Sri Lanka	100.00	Direct	
22.	Zydus Healthcare Philippines Inc., Philippines	100.00	Direct	
23.	Zydus Pharmaceuticals Mexico SA de CV, Mexico	100.00	Indirect (through ZIPL)	
24.	Zydus Pharmaceuticals Mexico Services Company SA de CV, Mexico	100.00		
25.	Zydus Wellness International DMCC, Dubai	57.59	Indirect (through ZWL)	Consumer health and wellness
26.	Zydus Wellness (BD) Private Limited, Bangladesh	57.59		

Joint Ventures

- The Company has very strong relationship with its joint venture partners.
- At present, the following are the joint ventures of the Company:

Sr. No.	Details of Joint Venture
1.	Zydus Takeda Healthcare Private Limited 50:50 JV with Takeda Pharmaceuticals Company Pvt. Ltd., Japan 100% EOU manufacturing facility at Vashi, Navi Mumbai
2.	Zydus Hospira Oncology Private Limited 50:50 JV with Pfizer Inc., Manufacturing unit in SEZ, Ahmedabad
3.	Bayer Zydus Pharma Private Limited 25:75 JV with Bayer Shering Pharma AG, Germany Markets finished formulations in India

Financial performance-at a glance (1/2)

Rs. in mio.

Consolidated							
Sr. No.	Particulars	30.9.22	31.3.22	31.3.21	31.3.20	31.3.19	31.3.18
		Unaudited	Audited				
1	Revenue from Operations	82,074	152,652	151,022	142,531	131,656	119,364
2	Earnings Before Interest, Depreciation and Tax (“EBIDTA”)	16,483	33,407	33,410	27,834	29,731	28,475
3	Profit Before Tax (“PBT”)	13,238	28,381	22,848	14,954	23,821	23,308
4	Profit After tax (“PAT”)	10,408	44,873	21,336	11,766	18,488	17,758
5	Earnings Per Share (“EPS”) (in Rupees)	10.21	43.83	20.84	11.49	18.06	17.35

Standalone							
Sr. No.	Particulars	30.9.22	31.3.22	31.3.21	31.3.20	31.3.19	31.3.18
		Unaudited	Audited				
1	Revenue from Operations	43,797	79,819	77,904	63,474	64,927	58,226
2	Earnings Before Interest, Depreciation and Tax (“EBIDTA”)	12,233	19,181	23,191	14,231	17,551	16,463
3	Profit Before Tax (“PBT”)	10,324	11,639	16,885	15,577	19,285	14,972
4	Profit After tax (“PAT”)	7,826	8,579	14,762	14,129	16,021	10,908
5	Earnings Per Share (“EPS”) (in Rupees)	7.68	8.38	14.42	13.80	15.65	10.66

Financial performance-at a glance (2/2)

Rs. in mio.

Consolidated							
Sr. No.	Particulars	30.9.22	31.3.22	31.3.21	31.3.20	31.3.19	31.3.18
		Unaudited	Audited				
1	Net worth	166,650	169,996	129,923	103,757	103,863	87,445
2	Net debt	5,382	-570	34,861	67,286	70,066	38,170
3	Capital employed	211,861	232,498	195,131	196,968	195,786	143,422
4	Net working capital	35,534	42,684	8,547	4,460	11,556	21,285
5	Net Debt to Equity	0.03	-0.003	0.27	0.65	0.68	0.44
6	Net Debt to EBIDTA	0.17	-0.02	1.03	2.42	2.35	1.34

Standalone

Standalone							
Sr. No.	Particulars	30.9.22	31.3.22	31.3.21	31.3.20	31.3.19	31.3.18
		Unaudited	Audited				
1	Net worth	128,870	132,405	127,445	112,602	89,565	77,455
2	Net debt	43,549	18,700	37,517	32,980	29,773	26,847
3	Capital employed	177,129	159,031	166,604	149,549	120,537	106,180
4	Net working capital	25,905	28,096	12,107	-13,434	15,278	7,607
5	Net Debt to Equity	0.34	0.14	0.29	0.29	0.33	0.35
6	Net Debt to EBIDTA	2.14	0.98	1.62	2.32	1.70	1.63

Zydus at a Glance

>\$2 bn Global Revenues¹

5th Largest generic Co. in US in terms of prescription³

7 R&D Centers
For NCE, APIs, Gx formulations, Biosimilars and Vaccines

Over 50% Revenues from branded business (India, EM and Wellness)

Among Top 3 In 60% of product families marketed in US⁴

1st Approved product for NASH in India - (Bilypsa[®] - Saroglitazar)

\$5 bn Market Capitalization²

12 Brands among Top 300 in India⁵

1st OSD formulation for anemia associated with CKD - Oxemia[™] (Desidustat)

35 Mfg. sites Producing >28 bn pills annually

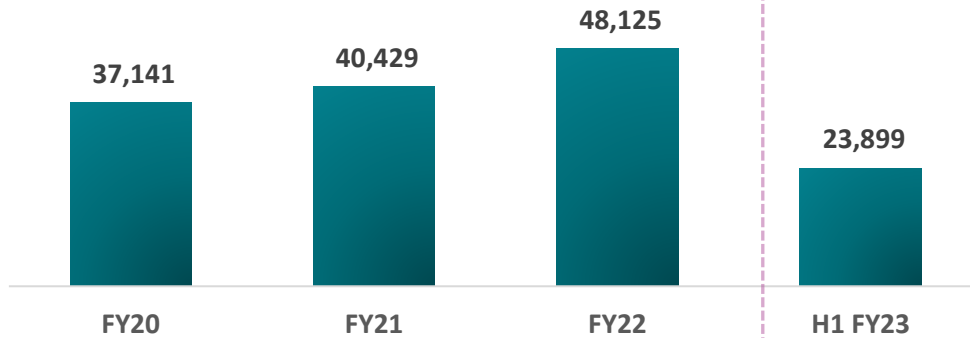
23 K Zydans globally incl. 1400 scientists (R&D)

22 Biosimilars in portfolio including 13 launched in India

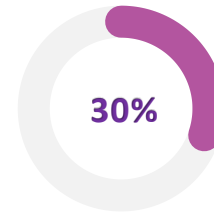
India Formulations business

One of the leading players in formulations space in India

India Formulation Sales (Rs. mn)



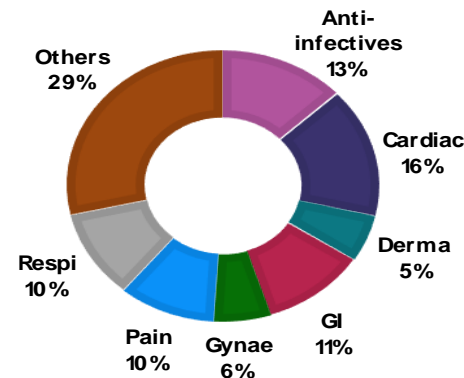
H1 FY23 Revenue Contribution



3 Yr. CAGR
(FY19 –FY22)

11.1%

Therapy-wise Break-up*

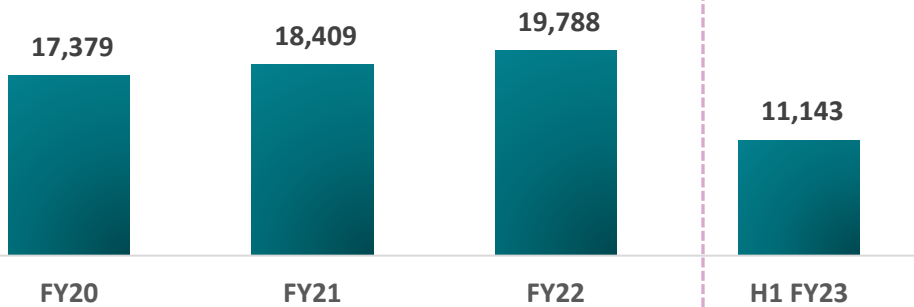


- Amongst key markets for the Company. Delivered stable growth over the years.
- Presence in both the branded formulations and generics space.
- Portfolio of leading brands spanning across all major therapy areas both in chronic and acute segment backed by
 - Large field force of around 5800 MRs
 - Pan-India supply chain and distribution network.
- On the Super Specialty front,
 - Leadership position in Nephrology segment
 - Fastest growing Company in India in Oncology segment.
- Continues to launch the new products including the ones from the own innovation pipeline such as Lipaglyn, Bilypsa, Ujvira etc.

Consumer Wellness

Portfolio of key brands having leadership position

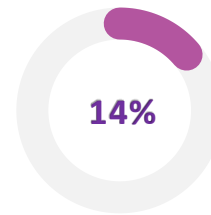
Consumer Wellness Sales (Rs. mn)



2 Yr. CAGR
(FY20 –FY22)

6.7%

H1 FY23 Revenue Contribution



- Portfolio of leading brands having leadership position in their respective categories.
- Acquired Heinz India Pvt. Ltd. in FY19 and thereby, expanded the wellness portfolio to strengthen the core business of Food and Nutrition.
 - Acquired business had 3 iconic brands viz. Glucon-D®, Nycil® and Complam®.
- Continues to work towards expansion of product categories and increase the market share of brands through various promotional measures and continued product innovations.

Key brands continued to hold dominant market share

Brand Name



Market Share#

60.0%

35.0%

95.5%

6.5%

41.8%

75.7%

4.6%

Facial
Cleansing *

Scrub

Peel
Off



Dedicated To Life

Confidential – not for redistribution

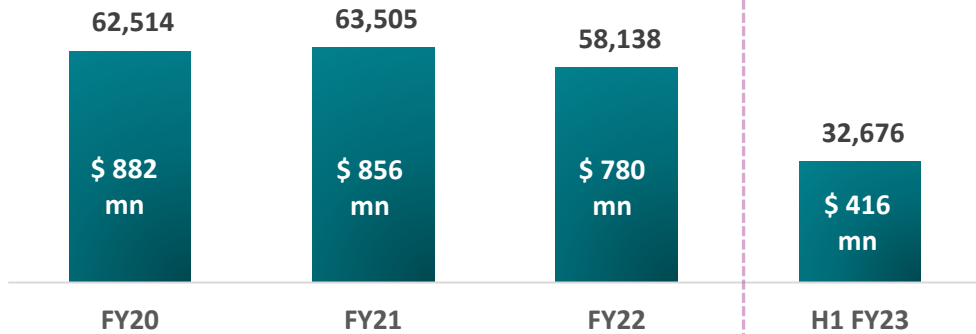
#Source: Nielsen and IQVIA MAT September 2022 report

* Facial cleansing segment includes Face wash, Scrub and Peel-off.

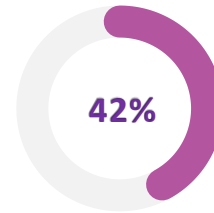
US Formulations business

Strengthening position by steady new launches

US Formulation Sales (Rs. mn)



H1 FY23 Revenue Contribution



3 Yr. CAGR
(FY19 –FY22)

-2.5%

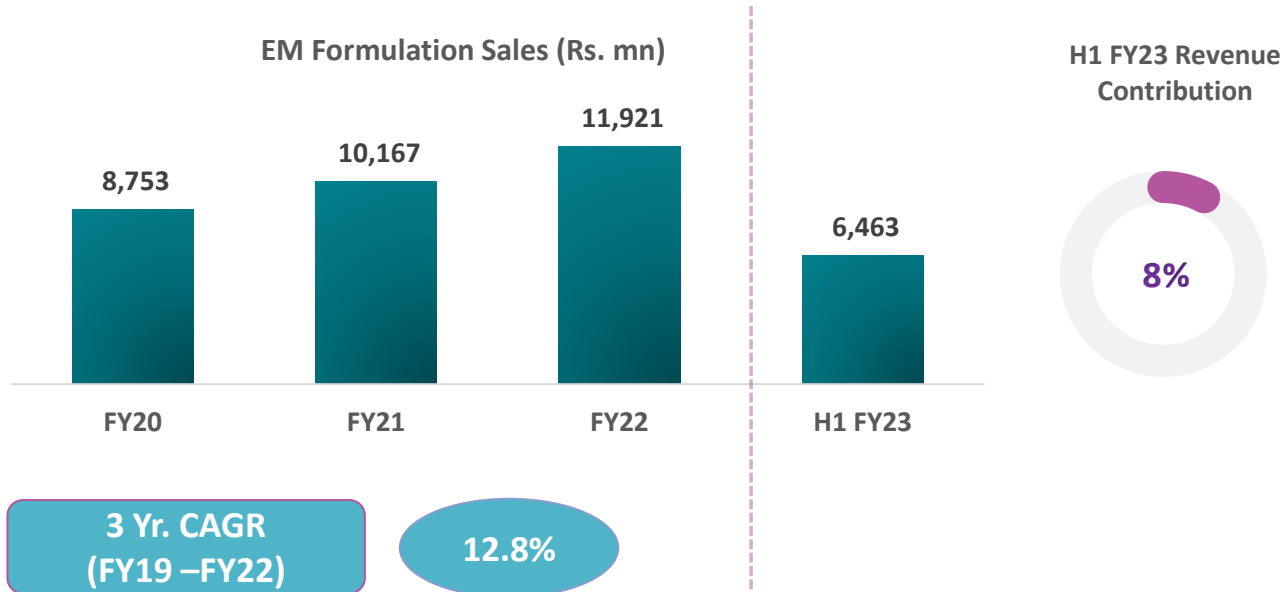
Continued investment to build the generics pipeline

ANDAs	Q2 FY23	H1 FY23	Cumulative
Filings	3	11	431
Approvals	15 [^]	22	326

- Second largest market for the Company after India geography.
- 5th largest generic company in the US in terms of prescriptions. Among top 3 players in about 60% of product families marketed in the US.*
- Continued filing and launch of new products to fill the gap which arises due to competition in existing portfolio.
- Presence across dosage forms viz. Oral solids, injectables, topicals, transdermals, nasals.
- On the specialty front, focus remains on rare and orphan disease space. Made couple of acquisitions to treat pediatric genetic disorders.

Emerging Markets Formulations business

Base business continued to display robust growth



- Presence across different countries of Asia Pacific, Africa, Middle East and Latin America.
- Leadership position in some of the key markets.
- Delivered steady double digit growth despite various challenges posed by different countries.

Business verticals (1/2)

India Formulations

As per AWACS MAT March 2022-

- 12 brands among top 300 pharmaceutical brands in India.
- 8 brands with revenue of more than Rs. 1,000 mio.
- 22 brands with revenues between Rs. 500 mio. to Rs 1,000 mio.
- 36 brands with revenue between Rs. 250 mio. to Rs. 500 mio.

Therapy wise split of revenues (as per AWACS MAT March 2022):

Sr. No.	Therapy	% age
1.	Anti infective	15
2.	Cardiology	15
3.	Respiratory	11
4.	Pain management	10
5.	Gastro intestinal	11
6.	Gynecology	6
7	Dermatology	5
8	Others	27
Total		100

37 new launches including 13 first in India

1st rank in Nephrology segment in India

Fastest growing company in oncology space

Business verticals (2/2)

Consumer Wellness

- 5 out of 6 brands hold leadership position
- 30+ mio. Consumers of ZWL indicating brand leadership

US Formulations

- second largest market for the Company during the year, accounting for 39% of the consolidated revenues
- As per IQVIA, Regulatory Insights, MAT March 2022 TRx-top 3 ranking in about 60% of product families
- As per IQVIA, Regulatory Insights, MAT March 2022 TRx-5th largest generic company in the US
- 26 ANDAs filed in financial year 2021-22

Emerging markets of Asia, Africa and Latin America

- Sri Lanka-regained number one position with a market share of 7.4% with 30 brands ranked as leaders in their respective molecule categories
- Brasil-cumulative number of filings and approvals as at 31.3.22 stood at 87 and 64 respectively
- Mexico-cumulative number of filings and approvals at the 31.3.22 stood at 64 and 49 respectively

APIs

During 31.3.22, the Company filed 6 US DMFs taking the cumulative number of filings to 128.

Manufacturing and quality

- 22 sites covered through QUEST
- 155+ QUEST circles in operations across 22 sites
- 12,000+ employees covered through QUEST
- 290+ circle mentors & ICs trained on program
- 1150+ circle representatives trained on circle operations
- 18600+ quality improvement ideas implemented
- 17500+ frontline employees rewarded as part of an on-going quality culture R&R
- 130+ QA approved Awareness videos created to run on QTVs
- 685+ types of awareness signage displayed across shop floors
- 4000+ campaign based theme created and ran during the daily dialogue sessions
- 550+ trainers on-boarded to create quality-related awareness amongst entire frontline employees
- 27 academy team members

QUEST-Quality Excellence by Sustainable Transformation

Manufacturing facilities (1/4)

Small Molecule Human Formulations

Sr. No.	Plant location	Dosage Forms	Inspected by
1	Moraiya, Gujarat, India	Oral Solids, Injections, Nasals, Aerosols, Transdermals	USFDA, ANSM - France, ANVISA - Brazil, TGA - Australia, MCC - South Africa, COFEPRIS - Mexico, NDA - Uganda, MOH - Kenya, NMPB-Sudan, MOH - Ukraine, TMDA - Tanzania, FMHACA - Ethiopia, MOH - Libya, MOH - Yemen, MOH – Taiwan
2	Baddi, Himachal Pradesh, India	Oral Solids	USFDA, MOH - Ukraine, India FDA/CDSCO
3	Goa, India	Oral Solids, Injections	WHO-Geneva, EU-GMP, FMHACA - Ethiopia, NDAUganda, MOH - Kenya, TMDA - Tanzania, MOH - Yemen, MOH - Libya, India FDA/CDSCO
4	Unit 1, Sikkim, India	Oral Solids	MOH - Kenya, NMRA - Sri Lanka, DDA - Nepal, India FDA/CDSCO
5	Unit 2 Sikkim, India	Oral Solids, Topicals, Aerosols	India FDA/CDSCO
6	Matoda SEZ, Gujarat, India	Oral Solids	USFDA, EU-GMP, MOH - Taiwan, India FDA/CDSCO
7		Transdermals	USFDA
8		Injections	USFDA, PMDA-Japan, BGV-Germany, India FDA/CDSCO
9	Jarod, Gujarat, India	Injections	USFDA, India FDA/CDSCO
10	Changodar, Gujarat, India	Topicals	USFDA, COFEPRIS - Mexico, MOH - Yemen, MOH - Kenya, India FDA/CDSCO
11	Vatva, Gujarat, India	Injections	India FDA/CDSCO, NMPB-Sudan
12	Sanand, Gujarat, India	Injections	WHO-GMP, India FDA/CDSCO

Manufacturing facilities (2/4)

Small Molecule Human Formulations

Sr. No.	Plant location	Dosage Forms	Inspected by
13	Unit 1, Daman, India	Oral Solids and Injections	NDA-Uganda, MOH - Ivory Coast, DDA - Nepal, India FDA/CDSCO
14	Unit 2, Daman, India		MOH - Kenya, India FDA/CDSCO
15	Rio de Janeiro, Brazil	Oral Solids and Liquids	ANVISA
16	Yangon, Myanmar	Oral Solids	Myanmar FDA

Animal Health Formulations

1	Matoda SEZ, Gujarat, India	Oral Solids, Topicals	India FDA/CDSCO
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Biological Products

1	Unit 1, Changodar, Gujarat, India	Biosimilar drug substance	USFDA (Specific to Fill Finish Unit), MOH-Russia, COFEPRIS-Mexico, TMMDA-Turkey, INVIMA-Columbia, FDA-Philippines, NDA-Uganda, MOH-Kenya, NADFC-Indonesia, NMRA-Sri Lanka, India FDA/CDSCO
2	Unit 2, Changodar, Gujarat, India		
3	Fill Finish Unit, Changodar, Gujarat, India	Injections	

Manufacturing facilities (3/4)

Vaccine Products			
Sr. No.	Plant location	Dosage Forms	Inspected by
1	Flu and Hepatitis vaccine plant, Changodar, Gujarat, India	Vaccines	CDSCO
2	MMR vaccine plant, Changodar, Gujarat, India		
3	Bacterial vaccine plant, Changodar, Gujarat, India		
4	Rabies vaccine plant, Moraiya, Gujarat, India		WHO-Geneva, NDA-Uganda, MOH - Libya, CDSCO
5	ZyCov-D vaccine plant, Changodar, Gujarat, India		CDSCO

API manufacturing			
Sr. No.	Plant location	Dosage Forms	Inspected by
1	Unit 1, Ankleshwar, Gujarat, India	API	USFDA, PMDA-Japan, BGV - Germany, Health Canada, COFEPRIS - Mexico, India FDA/CDSCO
2	Unit 2, Ankleshwar, Gujarat, India		USFDA, BGV-Germany, COFEPRIS-Mexico, NDA - Uganda, India FDA/CDSCO
3	Dabhasa, Gujarat, India		USFDA, TGA - Australia, DMA-Denmark, COFEPRIS - Mexico, MOH - Taiwan, India FDA/CDSCO
4	Ekalbara, Gujarat, India		India FDA/CDSCO
5	Changodar, Gujarat, India	API and Biosimilar Drug Substance	

Manufacturing facilities (4/4)

Consumer Products

Sr. No.	Plant location	Dosage Forms	Inspected by
1	Moraiya, Gujarat, India	Fat spread	FSSC 22000
2	Unit 1, Sikkim, India	Cosmetics, Glucose powder	FSSC 22000, Cosmetic GMP
3	Unit 2, Sikkim, India	Sugar substitute	FSSC 22000, Cosmetic GMP
4	Aligarh, U.P., India	Health food drinks, Glucose powder, Ghee, Blended sugar	FSSC 22000
5	Sitarganj, Uttarakhand, India	Health Food drinks, Glucose Powder, Sugar substitute preparations	FSSC 22000

Important milestones (1/6)

Sr. No.	Year	Milestone
1	1995	Company incorporated by Late Shri Ramanbhai B. Patel and Shri Pankajbhai R. Patel.
2	2000	<ul style="list-style-type: none">• Came out with maiden Initial Public Offer and listed shares on the Stock Exchanges.• Entered into Joint Venture with (i) Byk Gulden GmbH, Germany (now Takeda) and (ii) Ambalal Sarabhai.
3	2001	Acquired 27% stake of German Remedies Limited followed by two open offers.
4	2003	<ul style="list-style-type: none">• Merged German Remedies Limited along with four other companies with the Company.• Acquired AL Pharma (France business)• Incorporated Zydus Pharmaceuticals USA Inc.
5	2005	Entered into Joint Venture with (i) Mayne Pharma (now Pfizer / Hospira) and (ii) Bharat Serums and Vaccines (BSV).
6	2006	<ul style="list-style-type: none">• Issued bonus shares (1:1)• Acquired majority stake of Carnation Nutra Analogue Foods Limited (now Zydus Wellness Limited)• Established Zydus Healthcare, a Partnership Firm in Sikkim.

Important milestones (2/6)

Sr. No.	Year	Milestone
7	2007	<ul style="list-style-type: none"> Acquired Liva Healthcare Limited (later on merged with ZLL in 2013) Incorporated Zydus Noveltech Inc., USA as a joint venture company.
8	2008	Acquired (i) Simayla Pharmaceuticals, South Africa and (ii) Laboratorios Combix, Spain.
9	2009	<ul style="list-style-type: none"> Demerged consumer business of the Company into Zydus Wellness Limited. Established Zydus Wellness-Sikkim, a partnership firm. Incorporated Zydus Technologies Limited, a joint venture company. (later on merged with ZLL in 2020)
10	2010	<ul style="list-style-type: none"> Issued bonus shares (2:1) Launched H1N1 vaccine for swine flu (1st to launch) Entered into Joint Venture with Bayer Pharma, Germany.
11	2011	Acquired (i) Neshor Pharmaceuticals USA LLC, USA. (ii) Biochem Pharmaceutical Industries Limited and (iii) Bremer Pharma GmbH, Germany.
12	2013	<ul style="list-style-type: none"> Merged Zydus Animal Health Limited, Liva Healthcare Limited and Zydus Pharmaceuticals Limited with ZLL. Incorporated Liva Pharmaceuticals Limited for injectable business (later on merged with ZLL in 2020) and subsidiaries in Dubai viz. Zydus Worldwide DMCC and Zydus Discovery DMCC.

Important milestones (3/6)

Sr. No.	Year	Milestone
13	2015	<ul style="list-style-type: none"> Split face value of shares from Rs. 5/- per share to Re. 1/- per share. Acquired 50% stake of Bharat Serums and Vaccines Limited (became WOS). Delisted equity shares from Ahmedabad Stock Exchange.
14	2016	<ul style="list-style-type: none"> Acquired Animal Healthcare Business from Zoetis. Converted Zydus Healthcare, a partnership firm into a company in the name of Zydus Healthcare Limited. Merged Zydus Healthcare Limited with German Remedies Limited and later on name of German Remedies Limited changed to Zydus Healthcare Limited.
15	2017	<ul style="list-style-type: none"> Acquired Sentynl Therapeutics Inc., USA. Merged Biochem with Zydus Healthcare Limited. Demerged India Human Formulations Business of ZLL into Zydus Healthcare Limited. Restructured the holding structure of foreign entities. Shri Pankajbhai Patel ceased to be the Managing Director and Dr. Sharvil Patel became the Managing Director.

Important milestones (4/6)

Sr. No.	Year	Milestone
16	2018	<ul style="list-style-type: none"> Acquired Acme Pharmaceuticals Private Limited through Zydus Healthcare Limited. Sold Bremer Pharma, Germany. Divested 25% shares of Bayer Zydus Pharma Private Limited, a joint venture company. Acquired 51% stake of Windlas Healthcare Private Limited.
17	2019	<ul style="list-style-type: none"> Zydus Wellness Limited acquired Heinz India Private Limited at a consideration of Rs. 4,667.36 crores. Converted Zydus Wellness-Sikkim, a partnership firm into company-Zydus Nutritions Limited. Merged Heinz into Zydus Nutritions and later on name of Zydus Nutritions changed to Zydus Wellness Products Limited. Shifted to new registered office (Zydus Corporate Park) Acquired balance stake of 15% in Zydus Noveltech Inc., USA and Zydus Technologies Limited. They both became WOS. Demerged Generic and Spectrum Division of ZHL into Acme Pharmaceuticals Private Limited. Later on name of Acme changed to German Remedies Pharmaceuticals Private Limited. Zydus Wellness Limited incorporated a WOS in Dubai-Zydus Wellness International DMCC, Dubai.

Important milestones (5/6)

Sr. No.	Year	Milestone
18	2020	<ul style="list-style-type: none"> Merged Zydus Technologies Limited, Alidac Pharmaceuticals Limited, Liva Pharmaceuticals Limited and Dialforhealth India Limited (4 WOS) with ZLL. For strategic objectives, transferred Animal Healthcare Business from ZLL to Zydus Animal Health and Investments Limited, a WOS. Later on, one business undertaking (Established Markets Undertaking) was sold to third party. Sold back the equity stake to Windlas.
19	2021	<ul style="list-style-type: none"> Incorporated 3 WOS-Zydus VTEC Limited, Zydus Strategic Investments Limited and Zydus Therapeutics Inc., USA. Merged Zydus Discovery DMCC into Zydus Therapeutics Inc., USA Entered into Share Purchase, Subscription and Shareholders Agreement with AMP Energy Green Nine Private Limited to acquire stake upto 11.86%. At present, holding stake of 12.17%. Zydus Wellness Limited incorporated a WOS in Bangladesh-Zydus Wellness (BD) Private Limited. Extended the Joint Venture with Bayer Zydus for a further period of 3 years. Zydus Healthcare Limited, a WOS (i) acquired 20% stake in ABCD Technologies LLP. At present, the stake is reduced to 6.45% and (ii) sold two brands Mifegest and Cytolog to PE firm True North.

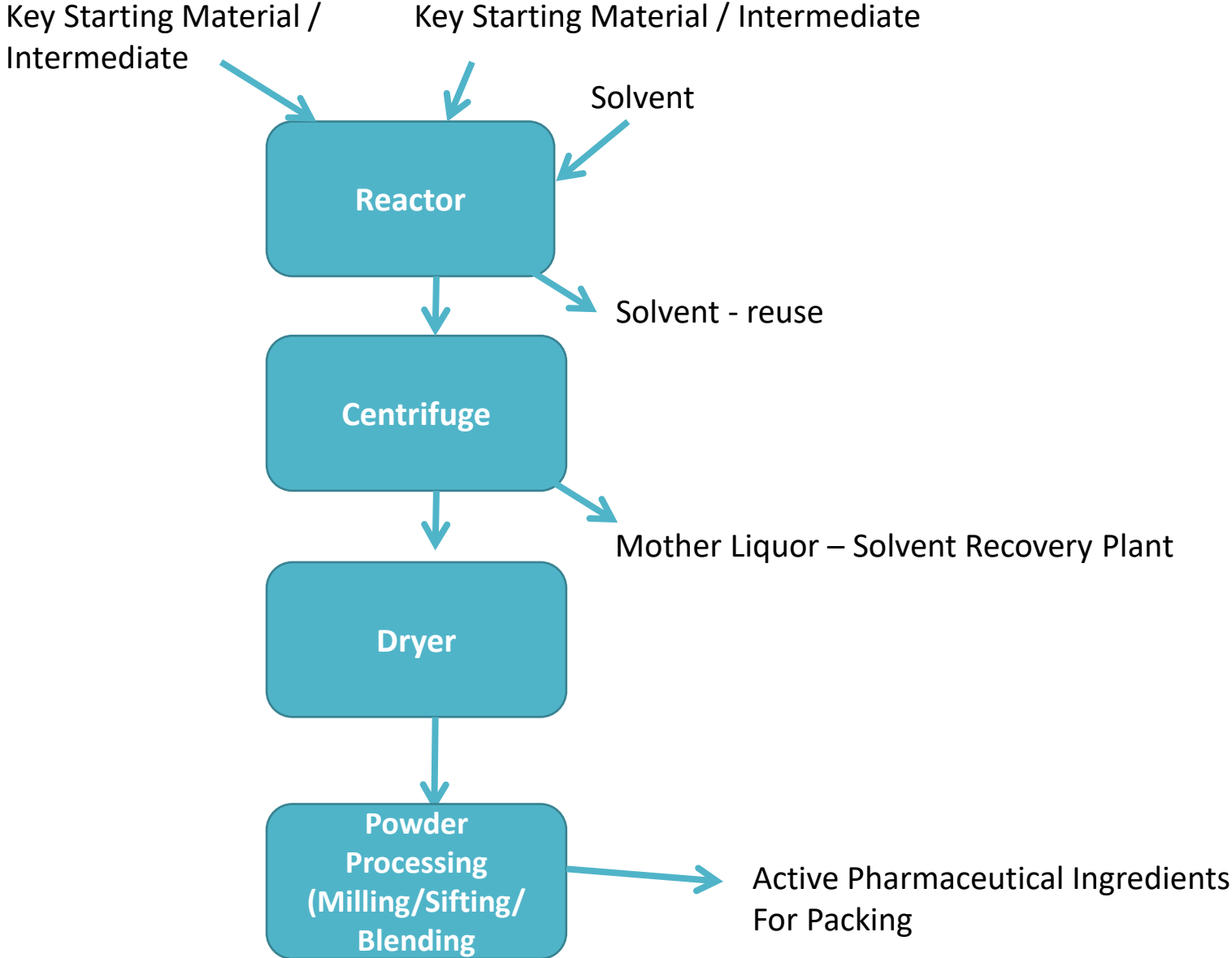
Important milestones (6/6)

Sr. No.	Year	Milestone
20	2022	<ul style="list-style-type: none"> 1st time in Zydus history, bought back 115,38,461 equity shares and distributed Rs. 750 crores to the shareholders. Acquired a business undertaking from Watson Pharma Private Limited (Teva Group) for a consideration of Rs. 46.77 crores.

Major financing activities (since 2015)

Sr. No.	Year	Milestone
1	2019	<ul style="list-style-type: none"> ZWL raised funds through issue of shares on preferential basis-Rs. 2,575 crores and NCDs-Rs. 1,500 crores to fund Heinz acquisition.
2	2020	<ul style="list-style-type: none"> Zydus Foundation raised funds by issue of listed NCDs of Rs. 185 crores. Of which NCDs of Rs. 25 crores are redeemed. ZWL raised funds through issue of shares on (i) preferential issue-Rs. 350 crores and (ii) to QIBs-Rs. 650 crores. Bought Back NCDs of Rs. 1,500 crores of Zydus Wellness Limited. ZLL raised funds of Rs. 650 crores through issue of commercial papers. Said CPs are redeemed.

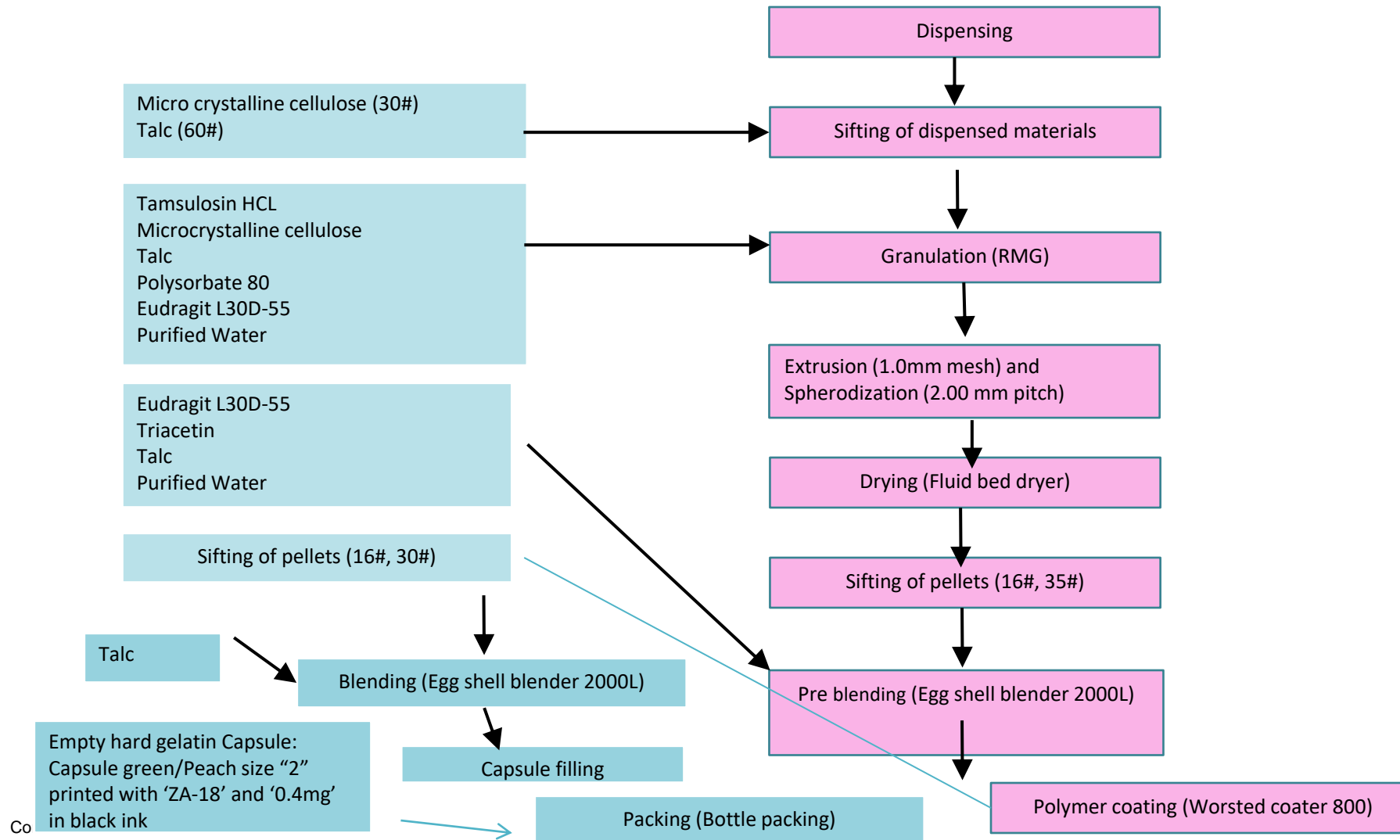
API Process Chart



Formulation Manufacturing Process Chart

Product Name: Tamsulosin HCL Capsules USP 0.4 mg

Batch Size: 1400000 Capsules



Compliance and Disclosures (1/2)

- The Company provides regular intimations to the Stock Exchanges about various events taking place in the Company, which are material in nature.
- The Company makes all statutory disclosures in its Annual Report and considers the views and observations of all Directors before it is finalized and circulated to the stakeholders.
- The Company has robust system of compliance and a detailed compliance report is presented to the Directors.
- The Company provides sufficient information and material as a part of board agenda to take an informed decision.
- The Managing Director and the CFO make presentations at every Board meeting.
- The Company also hosts an investor call after the quarterly results are submitted to the stock exchanges.

Compliance and Disclosures (2/2)

- The Audit Committee has appointed firm of independent internal auditors (EY) and their reports on observations are presented and discussed at length at every Audit Committee meeting. The audit programs of internal auditors are finalized after taking into consideration the areas proposed by the members of the Audit Committee and Board.
- The Statutory Auditors provide their limited review reports at every quarterly meeting, which give satisfaction to the Directors about the compliance of accounting principles, standards and guidelines.
- The Cost Auditors provide their cost audit report on yearly basis.
- The Company has robust governance system and the management reviews the businesses and supportive functions at periodic review meetings.

Internal Control System

- Organization-wide SOPs and policies to govern and control various operations
- Strong IT systems-SAP, in-house developed automated workflows
- Regular audit of internal controls and adherence to the SOPs and policies-by external independent auditors (E&Y) and internal team (Mgmt. Audit team)
- Rigorous cost controls-budgeting and concurrence systems
- Robust review and monitoring systems for business performance and health of the business-
 - Monthly MPRMs, one on one meetings
 - Half Yearly Review meetings
 - Annual Chairman's Annual Meeting
 - Periodic capex committee meetings
- Risk management-regular review of critical risks, identification of mitigation plans and monitoring of implementation thereof by Risk Management Committee
- Operation of vigil mechanism and whistler blower policy

Roles of Independent Directors

Roles of Independent Directors (Schedule IV to the Companies Act, 2013 (“the Act”)):

An ID shall:

1. help in bringing an **independent judgement** on the Board’s deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct,
2. bring an **objective view in the evaluation of the performance** of Board and management,
3. scrutinize the **performance of management** in meeting agreed goals and objectives and monitor the reporting of performance,
4. satisfy himself on the **integrity of financial information** and that financial controls and the systems of risk management are robust and defensible,
5. **safeguard interests** of all stakeholders, particularly the minority shareholders,
6. **balance the conflicting interest** of the stakeholders,
7. determine **appropriate levels of remuneration** of executive directors, key managerial personnel and senior management and have a prime role in appointing and where necessary recommend removal of executive directors, key managerial personnel and senior management and
8. **moderate and arbitrage** in the interest of the company as a whole, in **situation of conflict** between management and shareholder’s interest.

Guidelines of professional conduct



Guidelines of professional conduct: (Schedule IV to the Act):

An ID shall:

1. uphold **ethical standards** of integrity and probity,
2. act **objectively and constructively** while exercising duties,
3. exercise responsibilities in **bona fide manner** in the interest of the company,
4. devote sufficient time and attention to **professional obligations** for informed and balanced decision making,
5. not allow any extraneous considerations that will **vitiate his / her exercise of objective independent judgement** in paramount interest of the company as a whole, while concurring in or dissenting from the collective judgement of the Board in its decision making,
6. not abuse his / her position to the **detriment of the company** or shareholders or for **personal advantage** or advantage for any associated person,
7. refrain from any action which can lead to **loss of independence**,
8. where circumstances arise which make an independent director **lose his independence**, the ID must **immediately inform** the Board accordingly and
9. assist the company in **implementing the best corporate governance practices**.

Responsibilities and Duties (1/2)



Responsibilities and Duties: (Schedule IV to the Act):

An ID shall:

1. undertake appropriate induction and **regularly update and refresh their skills, knowledge and familiarity** with the company;
2. **seek appropriate clarification or amplification** of information and, where necessary, take and follow appropriate professional advice and **opinion of outside experts** at the expense of the company;
3. strive to **attend all meetings of the Board of Directors** and of the Board committees of which he is a member;
4. **participate constructively and actively** in the committees of the Board in which they are chairpersons or members;
5. strive to **attend the general meetings** of the company;
6. where they have **concerns** about the running of the company or a proposed action, ensure that these **are addressed by the Board** and, to the extent that they are not resolved, insist that their **concerns are recorded in the minutes** of the Board meeting;
7. keep themselves **well informed about the company** and the external environment in which it operates;
8. not to **unfairly obstruct the functioning** of an otherwise proper Board or committee of the Board;

Responsibilities and Duties (2/2)

9. pay **sufficient attention** and ensure that adequate deliberations are held before approving **related party transactions** and assure themselves that the same are in the interest of the company;
10. ascertain and ensure that the company has an **adequate and functional vigil mechanism** and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use;
11. **report concerns about unethical behavior**, actual or suspected **fraud** or **violation of the company's code of conduct or ethics policy**;
12. **act within their authority**, assist in protecting the legitimate interests of the company, shareholders and its employees;
13. **not disclose confidential information**, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.



Thank you