GLAND PHARMA LIMITED

BUILDING ON OUR STRENGTHS

PREPARING FOR THE FUTURE

Annual Report
2024-25

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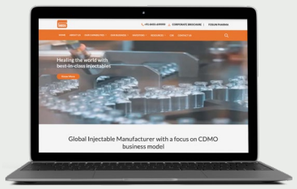

More information at **www.glandpharma.com**

Srinivas Sadu
Executive Chairman

Our rise has been guided by a clear vision, strategic alignment with global healthcare needs, and an unwavering commitment to quality and compliance.

Our core strengths have not only enabled us to navigate a dynamic industry but also created an organisation poised for more. Together, we will continue to build on this powerful foundation, delivering value and making a meaningful impact.

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04 About the Report
08 Preface

01

Prelude

We are a global injectable manufacturer with a strong focus on the CDMO business model. By delivering high-quality, affordable, and reliable injectable products, we support healthcare systems globally. Our commitment to compliance, innovation, and customer centricity enables us to meet the evolving needs of partners and patients worldwide.

About the Report

Gland Pharma Limited (Gland Pharma) prioritises transparent and meaningful stakeholder communication. Our Integrated Annual Report 2024-25 presents a clear, concise, and transparent view of how we create long-term value across financial and non-financial aspects of our operations.

The Report highlights our efforts across six capitals—Financial, Manufactured, Innovation, Human, Social & Relationship, and Natural—while addressing key risks and opportunities that shape our future.

Beyond financial performance, the Report explores our operational, environmental, and social contributions, demonstrating our commitment to sustainable growth. It also highlights our role in advancing global Sustainable Development Goals (SDGs), ensuring our business success aligns with broader societal and environmental progress.

Through this Integrated Annual Report, we aim to foster trust and transparency, keeping our stakeholders informed about our strategic direction and our capacity to deliver sustained value in an evolving global landscape.

Standards and frameworks

The Report adheres to the Integrated Reporting framework set forth by the Value Reporting Foundation, established after the merger of the International Integrated Reporting Council (IIRC).

Financial and statutory information in this report is presented adhering to the requirements of:

- The Companies Act, 2013 (including the Rules made thereunder)
- Indian Accounting Standards
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The Secretarial Standards issued by The Institute of Company Secretaries of India

Reporting period

The Integrated Annual Report covers the period from April 1, 2024 to March 31, 2025.

Scope and boundary

The Integrated Annual Report presents both financial and non-financial information on Gland Pharma Limited, encompassing our India and global operations, along with details of our subsidiaries.

Assurance

To ensure the accuracy of facts and information, the Management has thoroughly reviewed the data and qualitative statements in the Integrated Annual Report. The statutory auditors, Deloitte Haskins & Sells, Chartered Accountants, have issued an unmodified opinion on the financial statements, with the Independent Auditor's Report included in this report.

Management responsibility

The Executive Chairman, along with the Chief Executive Officer and other senior leadership team members, reviewed this Integrated Annual Report's contents to optimise governance oversight, risk management, and controls.

Creating sustainable value for stakeholders through strategic insights and resource efficiency

Strategic priorities

- S1 **Base business expansion**
- S2 **R&D and portfolio expansion**
- S3 **Foray into complex CDMO including biologics**
- S4 **Strategic acquisitions and integration**
- S5 **Augmenting manufacturing capacities and capabilities**
- S6 **Elevating our ESG commitments**

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Our stakeholders

- **Government and regulatory bodies**
- **B2B stakeholders (Pharma companies and Marketing partners)**
- **B2C stakeholders (Hospitals, Distributors, and Government facilities)**
- **Business partners**
- **Investors and Promoters**
- **Employees**
- **Community**

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Our capitals

- **Financial capital**
- **Manufactured capital**
- **Innovation capital**
- **Human capital**
- **Social and Relationship capital**
- **Natural capital**

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Forward-looking statements

Some information in this report may contain forward-looking statements, which include statements regarding Gland Pharma's expected financial position, results of operations, business plans, and prospects. These statements are generally identified by forward-looking words, such as 'believe', 'plan', 'anticipate', 'continue', 'estimate', 'expect', 'may', 'will', or other similar words. Forward-looking statements depend on assumptions or bases underlying such statements. We have made these assumptions or bases in good faith and believe that they are reasonable in all material respects. However, we caution that actual results, performances, or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

At Gland Pharma Limited, we move forward with the strength of our foundation and the boldness of our ambition. Anchored in strategic clarity, operational excellence, and a commitment to quality, we continue to thrive in a dynamic and rapidly evolving global environment.

Building on these strengths, we are scaling new frontiers – deepening our scientific expertise, growing a differentiated portfolio, and forging impactful global partnerships. While we continue to lead in the injectable space, we remain equally focused on expanding our global presence, aiming to amplify value and improve access to quality healthcare worldwide.

With agility in execution and clarity in direction, we are deepening our investments in research and development to address evolving healthcare needs with precision and speed. Our global expansion roadmap is underpinned by a commitment to cost leadership, product reliability, and sustainable practices. As we prepare for the future, we remain focused on creating long-term value, expanding access to essential therapies, and advancing our journey towards responsible and resilient growth.

Preface

We have established a strong leadership position in the injectable space through a clear strategic vision and persistent operational discipline. With a firm focus on quality and compliance, a differentiated portfolio, prudent cost management, sustained R&D investment, world-class manufacturing capabilities, and a well-diversified B2B model, we are poised to build a forward-leaning platform. These enablers collectively form the foundation of our competitive strength and financial resilience, driving our sustained growth and long-term value creation.

As the global landscape evolves, we continue to focus on expanding our market presence with agility. By targeting high-value markets, harnessing our core strengths, and pursuing strategic investments, we aim to scale efficiently with a strong commercial portfolio, while exploring international, domestic, and niche opportunities through a multi-pronged strategy.

Our strengths take us ahead

Quality-first approach

We take great pride in our commitment to quality and compliance, demonstrated by a consistent track record of zero United States Food and Drug Administration (USFDA) warning letters since inception. Around ~37% of our workforce is dedicated to quality control and assurance, with over 40 regulatory and partner audits conducted annually.

Our facilities are accredited by leading global agencies, including the USFDA, the Medicines and Healthcare products Regulatory Agency (MHRA, United Kingdom), the Brazilian Health Regulatory Agency (ANVISA, Brazil), the Therapeutic Goods Administration (TGA, Australia) and European Union Good Manufacturing Practice (EUGMP). To ensure end-to-end compliance, we deploy sophisticated mechanisms, including several digital tools while conducting periodic internal audits.

Expertise in injectables

We are well-positioned to meet rising healthcare demands with strategic focus on the high-growth injectables segment. We cover key therapeutic areas, including oncology, ophthalmology, central nervous system (CNS) disorders, and pain management, while expanding into complex injectables, such as New Chemical Entity Generics (NCE-1s), first-to-file generics, and 505(b)(2) products.

With a diversification into peptides, long-acting injectables, suspensions, and hormonal products, we continue to bolster our pipeline, enabling us to address critical unmet needs on a global scale.

Scale and integration

We have built a sound manufacturing network comprising seven facilities – four finished formulation sites and three Active Pharmaceutical Ingredient (API) units – equipped with 32 flexible production lines. The acquisition of Cenexi was a pivotal milestone, extending our manufacturing footprint overseas with four additional sites across France and Belgium.

Our specialised facilities cater to sterile injectables, oncology products, and biotech drug substances. Through vertical integration and in-house API manufacturing, we augment supply chain control, optimise costs, and maintain consistent product quality.

Strengthening partnerships

We drive sustainable growth through our diversified B2B model that minimises working capital needs and enhances profitability. By forging strategic partnerships with leading pharmaceutical companies, we ensure predictable cash flows, operational scale, and strong market positioning. Selective participation in India's B2C market complements our B2B strengths, expanding reach while maintaining focus.

Cost leadership driving profitability

We leverage backward integration, process optimisation, and efficient supply chain management to consistently deliver high-quality products at competitive costs. Our strong margins empower us to strategically reinvest in growth, R&D, and capacity enhancement. A continued emphasis on operational excellence and optimised manufacturing processes further strengthens our ability to sustain long-term profitability.

R&D engine drives us

We drive R&D investments to fuel growth and cement market leadership. A team of scientists, including PhDs and postgraduates, spearhead innovation in complex and differentiated products. By collaborating with specialty pharma development companies, we accelerate development and share risks, while actively managing product lifecycles to enhance longevity, efficiency, and value creation.

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About Gland Pharma

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Our values and guiding principles nurture a culture of accountability and growth, powering us to deliver meaningful outcomes. With a strong sense of purpose, we consistently align our actions to long-term goals, preparing our people and partners to create lasting value. Together, we are shaping a smarter, stronger, and more sustainable future.

Key Highlights of FY 2024-25

Capitalising on collective strength

Financial capital

We leverage our strengths, strategic priorities, and proven track record of value creation to sustain growth and build a value-accretive business. This enables us to consistently deliver meaningful outcomes for all stakeholders.

Base Business (Gland)

₹41,248 Mn
(1)% Y-O-Y degrowth
Revenue from operations

₹14,451 Mn
2% Y-O-Y growth
EBITDA

₹10,868 Mn
4% Y-O-Y growth
Profit after Tax

Gland (Consolidated)

₹56,165 Mn
(1)% Y-O-Y degrowth
Revenue from operations

₹12,689 Mn
(5)% Y-O-Y degrowth
EBITDA

₹6,985 Mn
(10)% Y-O-Y degrowth
Profit after Tax

Manufactured capital

We harness our integrated manufacturing facilities, aligned with multiple global compliance frameworks, to deliver high-quality, affordable medicines. Embedding a customer-first approach, we consistently expand capacities and optimise scale, facilitating greater access to essential treatments.

Base Business (Gland)

45+
Product SKUs launched

40+
Audits completed, including regulatory and partner audits

~220 Mn
Units manufactured

15+
Therapeutic areas covered

Cenexi

160+
Products

80+
Partners

4.9 Bn
Units capacity

6
Dosage forms

Innovation capital

We persist in driving sustainable growth by further strengthening our world-class infrastructure, top-tier laboratories, and a seasoned R&D team, laying a solid foundation for long-term stakeholder value.

₹1,922 Mn
Total R&D expenditure

32
ANDAs approved

24
Abbreviated New Drug Applications (ANDAs) filed

1
DMFs filed

Human capital

We consider our people as our core anchor, driving our journey towards transformational, responsible, and sustainable change. Their passion, expertise, and commitment empower us to navigate challenges and create enduring progress.

840+
Employees trained

Zero
Fatalities across manufacturing facilities

788
New people onboarded

Social and relationship capital

We have a strong stakeholder engagement framework that fosters transparent, trust-based relationships with communities, customers, and supply chain partners. This approach enables us to align our goals with stakeholder expectations.

₹271.61 Mn
Contribution to CSR

60,000+
Lives impacted through CSR programmes

Natural capital

We strive to reduce our carbon footprint, staying true to our philosophy of contributing to a cleaner, greener environment for a sustainable future. This commitment drives continuous improvements in energy efficiency, waste management, and resource optimisation.

3.54%
Additional energy derived from renewable sources

1,746.47 MT
Waste utilised

24.08%
Reduction in High Speed Diesel (HSD) oil for steam generation

Operational Achievements of FY 2024-25

Accelerating access across therapeutics

We continue to fortify our presence across key markets through consistent growth and well-executed strategic initiatives. By scaling our portfolio, accelerating regulatory approvals, and propelling innovation in complex injectables and biologics, we unlock fresh opportunities each quarter. Our focused execution, backed by solid R&D and global collaborations, bolsters our competitive edge and positions us to deliver sustained value across geographies and therapeutic categories.

Launched six products within a targeted portfolio of

19 complex injectables.

This portfolio addresses a

US$ 6.5 Billion

market opportunity (March 2025).

Advanced co-development of

15 products,

including six 505(b)(2) and nine ANDAs, at various stages of development, with commercialisation expected from FY27.

Expanded the RTU bag portfolio to

14 filed

products, including five filed in FY25; progressed development of seven additional products targeting a

US$ 620 Million

US market.

Scaled

Biosimilar and Biologic CDMO

segments; set revenue visibility from FY26 through collaboration with Dr Reddy's Laboratories and continued promising engagements with Shanghai Henlius Biotech.

Received

Establishment Inspection Reports (EIRs)

from the USFDA for the Dundigal and Pashamylaram facilities, confirming successful inspection closures.

Launched the first

GLP-1 product,

Liraglutide, through a partner-led model; secured two commercial contracts and initiated discussions with additional partners. Invested in capacity expansion to reach

140 Million

pens and cartridges annually.

Corporate Identity

Advancing with purpose

We are driven by a mission rooted in ethics, efficiency, integrity, and customer focus.

Our purpose

To be a global injectables player, providing value-added total solutions.

Our Values

To foster a work culture that combines work skills with a keen and empathetic understanding of the societies we deal with.

- **Teamwork**
- **Innovative Spirit**
- **Customer Responsiveness**
- **Safety**
- **Integrity and Transparency**
- **Social Responsibility**

Our guiding principles

Efficacy

With our quality-first approach, we prioritise patient health. We emphasise integrity at all times, and our technical capabilities to handle complex manufacturing requirements strengthen the efficiency of our operations.

Excellence

We harness our seamless methodologies to cultivate efficiencies and drive high productivity across supply chain management and manufacturing operations. This helps us offer affordable and high-quality products, resulting in customer satisfaction in all business services. Our product development capabilities enable us to build a sustainable platform for future growth.

Ethics

We uphold our commitment to good corporate governance as a standard operating procedure. We maintain transparency and fairness in all business dealings with stakeholders. Our proactive activities for the betterment of society have shaped us as an empathetic and socially responsible company.

Corporate Identity

Creating impact through sustainable healthcare solutions

Gland Pharma, founded in Hyderabad in 1978, has emerged as a global leader in generic injectables with a strong presence across the US, Europe, Canada, Australia and New Zealand. Backed by seven leading-edge manufacturing facilities in India, we are known for our quality-driven finished formulations and APIs. The acquisition of Cenexi marked a major strategic leap – our first overseas manufacturing expansion – boosting our global footprint. This move aligns with our vision to scale our CDMO capabilities and deliver high-quality injectable solutions in the international market.

We strive to ensure a consistent supply of cost-effective, high-quality products to meet the diverse needs of the injectable industry. Our extensive portfolio of injectable products serves a wide range of therapeutic applications and delivery systems. Specialising in sterile injectables, oncology, and ophthalmics, with a strong focus on complex injectables, we continue to address critical healthcare challenges. Our world-class Indian manufacturing centres strictly adhere to regulatory standards and quality controls.

R&D remains central to our growth strategy, driving innovation in injectable manufacturing. Currently, we are focusing on advancing complex injectables, while simultaneously exploring strategic acquisitions, co-development, and in-licensing opportunities to accelerate expansion and solidify industry leadership.

As we continue to broaden our product range, we remain dedicated to ensure seamless availability of affordable medicines to amplify patient care. Beyond our existing portfolio of liquid vials, lyophilised vials, prefilled syringes, ampoules, bags, and opthalmics, we are also making inroads in the cartridges and pens segment to deliver high-quality injectable solutions worldwide.

Built on experience, driven by excellence

Building on over
45+ Years
of industry experience in injectables

Operating
11
plants across formulations and APIs*

Holding annual finished formulation capacity of approximately
~1,200
Million units#

Growing workforce of
4,300+
employees as of March 31, 2025, supporting our vision and growth#

*Including 4 plants of Cenexi | #Base Business (Gland)

Key Milestones

Progressing through landmark developments

Launch / Filings
Investor / Capital Infusion
Commission of Asset

1978
Incorporation by P.V.N. Raju

2000
Set up an in-house R&D facility at Dundigal, Hyderabad

2003
Received USFDA approval for the manufacturing facility at Dundigal

2004-05
Launched Enoxaparin Sodium Injection (Cutenox) in India and the Rest of the world markets

2007
Garnered capital infusion of ~₹1,000 Million pursuant to PE investment

2010
Launched Heparin Sodium Injection in the US

Leased land at Visakhapatnam SEZ, on which Oncology facility and API facilities are situated

2014
- Obtained USFDA and EU approval for Oncology plant, Visakhapatnam SEZ
- Filed first ANDA from Penems facility

Attracted PE investment of US$ 200 Million from KKR

Commissioned Pashamylaram unit

2016
- Obtained USFDA approval for facilities at Visakhapatnam, Visakhapatnam SEZ and the manufacturing facility at Pashamylaram
- Commenced commercial sales in the US from Pashamylaram facility

2017
Fosun Singapore acquired majority stake

2018
- Received USFDA approval for Enoxaparin Sodium injection ANDA
- Secured USFDA approval for first ophthalmic product ANDA

2019
First filing with National Medical Products Administration, China, and received clinical waiver for Dexrazoxane

2020
First OTC launch in the US market for Olopatadine ophthalmic solution

Listed on Indian stock exchanges, NSE & BSE

2021
Foray into biologics CDMO business with acquisition of manufacturing facility from Vitane Biologics, Hyderabad

2023
Acquired Cenexi to strengthen CDMO build out

2024
Collaboration with Dr Reddy's Laboratories for Biologics CDMO

2025-26
Addition of Pens, Cartridges, Dual and Triple Chamber Bags, and Hormonal Suspension, among others

Investment Case

Growing stronger through synergy

We prioritise sustainable growth by consistently enhancing our value proposition. Our diverse portfolio, expanding global footprint, and world-class manufacturing excellence are supported by strong financial performance, a sharp focus on quality and compliance, and visionary leadership. These strengths collectively drive our continued progress and reinforce our position as a trusted industry leader.

Consistent shareholder value and strong financials

We maintain an impeccable track record of delivering financial stability and strive to generate enduring stakeholder value.

₹18
Dividend per share

0.03x
Debt-equity ratio

₹9,147 Mn
Cash flow from operations

Expanding global footprint

We continue to extend our reach and impact, solidifying our presence across regulated and emerging markets. As we expand into complex injectables, we strive to establish a stronger foothold globally.

60+
Countries where we have export presence

Strong leadership and governance

We are guided by a diverse and experienced Board that provides strategic direction to ensure profitability, efficiency, and sustainability. With 50% of our directors being independent, we uphold the highest standards of transparency and integrity, fostering strong corporate governance framework that drives our success.

31+
Years average experience of Directors

94%
Committee meeting attendance

91%
Board meeting attendance

Accelerating innovation

We leverage advanced technologies and research in our state-of-the-art R&D division to drive innovation in injectable therapies. Our focus spans formulation, stability studies, analytical methods, and API process innovation across complex molecules like Low Molecular Weight Heparins (LMWH), peptides, corticosteroids, and cytotoxics—ensuring efficient, synergised development and manufacturing.

250+
Scientists driving innovation

World-class manufacturing excellence

We operate seven state-of-the-art plants in India and four in Europe via the Cenexi acquisition, all compliant with global cGMP standards. These facilities enable high-quality injectable production with aseptic filling and terminal sterilisation. Strengthening backward integration enhances our cost efficiency and agility, reinforcing our leadership in sterile injectables amidst dynamic market conditions and evolving regulatory expectations.

7
Advanced manufacturing sites in India

4
Advanced manufacturing sites in Europe

Commitment to quality and compliance

We are firmly focused on quality excellence and conduct several regulatory and customer audits annually to maintain stringent global standards. We abide by MHRA (UK), TGA (Australia), ANVISA (Brazil), AGES (Austria), and BGV Hamburg (Germany) to maintain robust compliance benchmarks.

1,586
Workforce dedicated to quality control & quality assurance

40+
Audits per year on average, including partner audits and regulatory agency audits

Diverse portfolio driving growth

We consistently launch new products, boost manufacturing efficiency, and strengthen technological expertise. Our extensive portfolio spans multiple revenue streams, allowing us to seize market opportunities. Key molecules include Enoxaparin Sodium, Heparin Sodium, Daptomycin, Caspofungin and Micafungin.

The therapeutic areas covered by them include Anti-Infectives, Anaesthetics, Anti-Coagulants, Anti-Malarial, Cardiology, Hormones, Fertility Supplements, Anti-neoplastic and GnRH Agonists & Antagonists. We specialise in complex injectables, including peptides, long-acting injectables, suspensions, and hormonal products. Furthermore, we are venturing into new delivery systems such as pens and cartridges, serving the advanced drug delivery mechanisms.

1,748
Product registrations globally (499 in the US, Europe, Canada, Australia, and New Zealand; 73 in India; 1,176 in the RoW)

15+
Therapeutic categories covered

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03

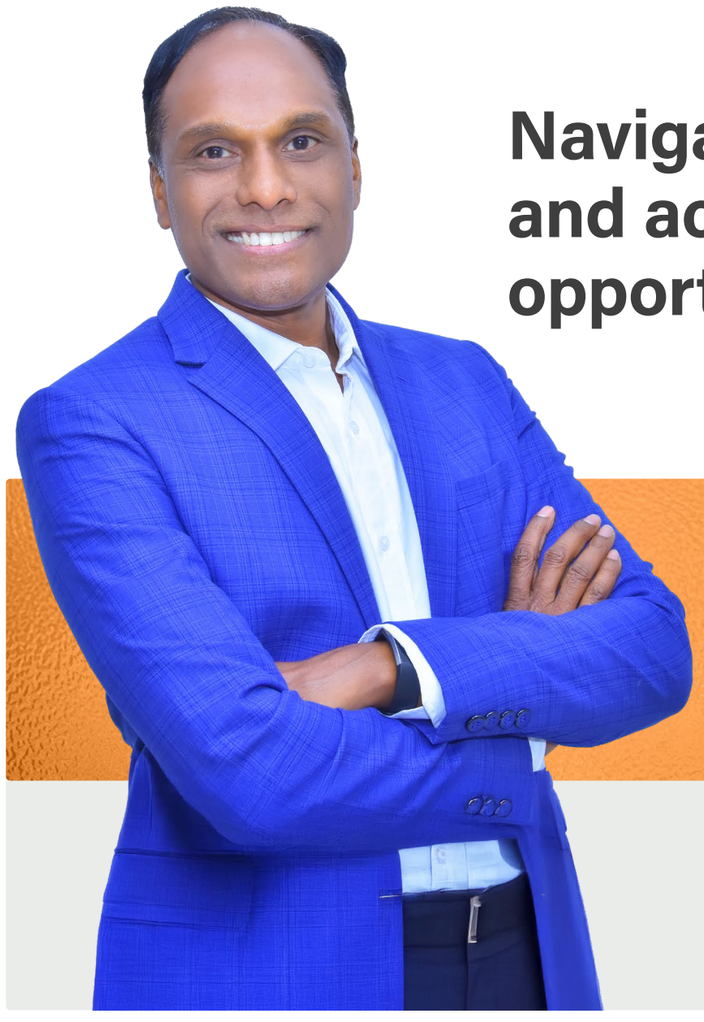
Performance for the Fiscal

The year under review was pivotal. While Gland and Cenexi faced near-term growth challenges, we focused on reinforcing our foundation and sharpening long-term priorities. Despite global uncertainties, including US tariff actions, we remained agile and focused, strengthening our path towards sustainable, future-ready growth.

Message from the Executive Chairman

Dear Esteemed Stakeholders,

Stepping into the role of Executive Chairman of Gland Pharma fills me with profound responsibility. Your continued trust in me to lead this organisation, built on a remarkable legacy, is both humbling and inspiring.



Navigating change and accelerating opportunities

Srinivas Sadu
Executive Chairman

Having been part of Gland Pharma's extraordinary journey since 2000, I have seen firsthand our ascent to becoming one of the leading players in injectables. Our rise has been guided by a clear vision, strategic alignment with global healthcare needs, and an unwavering commitment to quality and compliance.

Our core strengths have not only enabled us to navigate a dynamic industry but also created an organisation poised for more. Together, we will continue to build on this powerful foundation, delivering value and making a meaningful impact.

Operating landscape

The past year marked an important inflection point in the global economy. As resilience took root, new growth avenues began to emerge. The International Monetary Fund's latest outlook reflects cautious optimism - crediting disciplined policymaking, stronger cross-border collaboration, and innovation as key drivers of economic stabilisation.

However, challenges persist. The reintroduction of reciprocal tariffs by the US administration has added complexity for Indian pharmaceutical firms with a significant footprint in the US market. These developments call for strategic agility and cost discipline to ensure continued growth and competitiveness.

Amidst these shifts, the Indian pharmaceutical sector continues to demonstrate strength, and Gland remains firmly positioned within it. The fundamentals of our industry - and our business - remain robust, supported by structural demand drivers and our strong execution capability.

The global injectable market is expected to witness sustained expansion. This is being driven by the rising burden of chronic diseases, greater adoption of patient-centric drug delivery formats, and advancements in complex biologics. Additionally, the increasing uptake of biosimilars following key patent expirations is reshaping the treatment landscape. While regulatory compliance and pricing pressures remain, the overall opportunity is significant and growing.

Our performance in FY 2024-25

In FY 2024-25, Gland Pharma delivered consolidated revenue of ₹56,165 Million and EBITDA of ₹12,689 Million, with a margin of 23%. This marks a 100-basis-point decrease in EBITDA margin year-on-year, reflecting the adaptability of our business model in navigating external uncertainties.

"Our core strengths have not only enabled us to navigate a dynamic industry but also created an organisation poised for more. Together, we will continue to build on this powerful foundation, delivering value and making a meaningful impact.

Message from the Executive Chairman

On the regulatory front, we strengthened our global compliance profile. Our facilities in Dundigal and Pashamylaram received Establishment Inspection Reports (EIRs) from the USFDA - affirming our unwavering commitment to quality, safety, and compliance. These are foundational to sustaining trust with regulators, customers, and patients worldwide.

₹56,165 Mn
Revenue in FY 2024-25

₹12,689 Mn
EBITDA in FY 2024-25

Excluding Cenexi, our core base business generated ₹41,248 Million in revenue. This was supported by a strong pipeline of new product launches, continued investments in complex injectables and advanced delivery platforms, and a robust in-house R&D programme.

Our base business also demonstrated operational strength, with EBITDA margins rising to 35%, up from 34% in the previous year. This margin expansion was the result of a favourable product mix, disciplined cost management, and improved efficiency across our value chain.

Cenexi contributed ₹14,916 Million in revenue during the fiscal year. While performance was below initial expectations, we have laid the groundwork for a clear turnaround. Our focus is shifting from lower-value, high-volume offerings to higher-value segments, such as prefilled syringes, lyophilised vials, and ophthalmic gels. This transition is expected to increase realisable revenue per unit and drive long-term profitability.

On the regulatory front, we strengthened our global compliance profile. Our facilities in Dundigal and Pashamylaram received Establishment Inspection Reports (EIRs) from the USFDA - affirming our unwavering commitment to quality, safety, and compliance. These are foundational to sustaining trust with regulators, customers, and patients worldwide.

ESG commitments

Our approach to Environmental, Social, and Governance (ESG) is holistic and embedded in our operations. We are accelerating our shift towards cleaner energy through solar infrastructure investments at our manufacturing sites, reducing our carbon footprint in measurable ways. Our water conservation initiatives - through upgrades and real-time monitoring - reflect our responsible stewardship of natural resources.

On the social front, our efforts span school infrastructure, orphanage support, and rural welfare projects - initiatives that significantly impact the communities we serve. Our CSR Committee provides strategic oversight to ensure that these programmes are not only aligned with our values but also create tangible and lasting outcomes.

Our approach to Environmental, Social, and Governance (ESG) is holistic and embedded in our operations. We are accelerating our shift towards cleaner energy through solar infrastructure investments at our manufacturing sites, reducing our carbon footprint in measurable ways.

Way forward

As we look to the future, we do so with confidence, clarity, and momentum. With Mr. Shyamakant Giri taking over as CEO, we are entering a new chapter marked by renewed energy and execution focus.

Our strategic priorities are centred around scaling core operations, deepening our innovation pipeline, and driving sustainable value creation. Specifically, we are advancing across six dimensions:

- Expanding our base business through operational excellence, market expansion, and differentiated delivery platforms
- Enhancing manufacturing capabilities with a focus on scalability, quality, and global compliance
- Accelerating innovation through a robust pipeline of complex injectables and the scale-up of our biologics CDMO platform
- Exploring strategic M&A to access new technologies, diversify our portfolio, and enter untapped markets
- Embedding ESG in every aspect of our value chain—from environmental impact to social upliftment and governance
- Upholding a culture of compliance, trust, and safety across our operations, ensuring we deliver with integrity to patients and partners worldwide

The future of Gland Pharma is bright. It is fueled by the dedication of our people, the strength of our collaborations, and the enduring trust of our stakeholders. Together, we are poised to redefine excellence, delivering enduring value and shaping a healthier future for all.

Thank you for your continued confidence in Gland Pharma.

Warm regards,

Srinivas Sadu
Executive Chairman
Gland Pharma Limited

CEO's Review

Dear Esteemed Stakeholders,

As the newly appointed CEO of Gland Pharma, I want to express my sincere gratitude for the trust placed in me to lead this remarkable organisation. I look forward to building on the strong foundation laid by my predecessors. I recognise the significance of this responsibility, and I am committed to driving long-term value for all our stakeholders.

Shyamakant Giri
Chief Executive Officer

Leading with forward-leaning strategies

FY 2024-25 marked a year of progress for Gland Pharma, defined by resilience, strategic expansion, and a clear sense of direction. In an increasingly dynamic global landscape, we maintained operational stability and profitability while accelerating our momentum towards long-term growth. Our ability to stay the course reflects the inherent strength of our business and deep rooted discipline in execution.

Market-wise progress

Our US operations remained a key growth driver, delivering consolidated revenue of ₹30,387 Million. During the year, we expanded our portfolio with the launch of 31 new molecules, including Chlorpromazine, Dexamethasone, Phenylephrine, Phytonadione, and Diphenhydramine, strengthening our therapeutic presence and reinforcing our leadership in the world's largest pharmaceutical market.

In Europe, operations showed steady progress with revenue of ₹10,470 Million. Our other core markets grew by 28% year-on-year, reflecting the success of our tailored go-to-market models.

Revenue from Rest of the World (ROW) markets reached ₹10,800 Million, while our India business contributed revenue of ₹2,487 Million. These outcomes underscore our strategic focus on capturing emerging opportunities to drive sustainable, long-term growth across geographies.

Cenexi performance and integration

Our European acquisition, Cenexi, experienced near-term operational headwinds during the year. It generated revenue of ₹14,916 Million in FY 2024-25, with performance temporarily impacted by reduced manufacturing activity following regulatory audits at the Fontenay (France) site. Gross margin stood at 76%, the same as in the previous year FY 2023-24.

We also continued to take important steps to strengthen Cenexi's infrastructure. At Fontenay, we commissioned a new high-capacity ampoule line, adding an annual capacity of 40 to 50 Million units. This expansion is designed to enhance service levels and boost operational flexibility. At Hérouville (France), commercial production commenced for a new inactivated vaccine and an ophthalmic gel, with a phased ramp-up planned through FY 2025-26. Additionally, the installation of a new pre-filled syringe line is underway and is expected to be operational in FY 2025-26, further expanding our capacity in this rapidly growing segment.

To accelerate performance at Cenexi, we have initiated several operational enhancements. These include identifying and addressing production bottlenecks and optimising operating costs.

> **"In an increasingly dynamic global landscape, we maintained operational stability and profitability while accelerating our momentum towards long-term growth. Our ability to stay the course reflects the inherent strength of our business and deep rooted discipline in execution.**

CEO's Review

Our commitment to innovation is reflected in our continued investments in R&D, which totalled ₹1,922 Million during the year, representing 4.7% of our base business revenues. This investment fuelled the filing of 24 new ANDAs and the receipt of 32 product approvals, including Latanoprost Ophthalmic Solution and Phytonadione Injectable Emulsion. Our cumulative ANDA filings now stand at 371, with 318 approvals and 53 pending. Globally, we have achieved 1,748 product registrations, underscoring our commitment to enhancing healthcare access worldwide.

Building a robust portfolio at Gland

Our complex product strategy gained further traction this year, with focused efforts across development, regulatory filing, and launch. Of the 19 complex products in our focused portfolio, nine have been filed as of March 2025. Six have already been launched, and regulatory approvals for three more are expected in due course. Collectively, these products address a market opportunity estimated by IQVIA at US$ 6.5 Billion, offering strong potential to contribute meaningfully to our growth and enhance shareholder value.

Our partnership with MAIA Pharmaceuticals further accelerates our complex product strategy. We are advancing 15 formulations under co-development, including seven 505(b)(2) and eight ANDAs, with commercialisation expected to begin in FY 2026-27.

Meanwhile, our Ready-to-Use (RTU) infusion bag segment continues to gain momentum. In the first nine months of FY 2024-25, we filed three RTU products, with ten more currently in development. We now have 14 registered RTU products aimed at the US market, with an IQVIA estimated value of US$ 530 Million. This positions us well to meet growing demand for differentiated patient-friendly delivery platforms.

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Foray into the biologics and biosimilars CDMO space

We are advancing our presence in the high-growth biologics sector through strategic collaborations and infrastructure investments. Our collaboration with Dr. Reddy's Laboratories leverages our state-of-the-art biologics manufacturing facility at Genome Valley, Hyderabad, and positions us well in the biologics CDMO space. Revenue from this collaboration is expected to begin in the next financial year.

Additionally, we have signed a non-binding term sheet with Shanghai Henlius Biotech to establish a secondary manufacturing site for key biosimilars, further amplifying our capabilities and reach in the global biologics CDMO arena.

Strategic priorities for the future

Our roadmap for sustainable growth and enhanced shareholder returns is guided by the following key strategic priorities:

Base business expansion

We remain focused on unlocking further growth through deeper market penetration, the successful launch of new products across our key markets, and increasing our market share within existing therapeutic areas.

Augmenting capabilities

We are expanding our manufacturing footprint to meet growing global demand while investing in cutting-edge technological and digital solutions to enhance efficiency and foster innovation.

Foray into Biologics CDMO

We are scaling our CDMO offerings with a particular focus on the high-growth biologics sector, leveraging strategic collaborations and enhancing our manufacturing capacity.

R&D and portfolio expansion

We are accelerating our R&D investments to drive innovation and broadening our product portfolio through both internal development efforts and synergistic partnerships.

Strategic acquisitions and integration

We remain committed to executing the Cenexi turnaround strategy to optimise operations and drive growth. At the same time, we will continue to selectively pursue value-accretive acquisitions that align with our strategic objectives and enhance our market position.

Way forward

As we look ahead, we do so with confidence in our strategy, conviction in our capabilities, and clarity in our purpose. Our diversified business, future-focused investments, and ability to adapt and innovate position us well to continue delivering value for patients, partners, and shareholders alike.

To everyone who has been a part of this journey - our dedicated team, our valued partners, and you, our esteemed shareholders - I extend my sincere gratitude.

With your continued trust and collaboration, we will continue to advance as a company and, more importantly, emerge as a force for meaningful progress in global healthcare.

Warm regards,

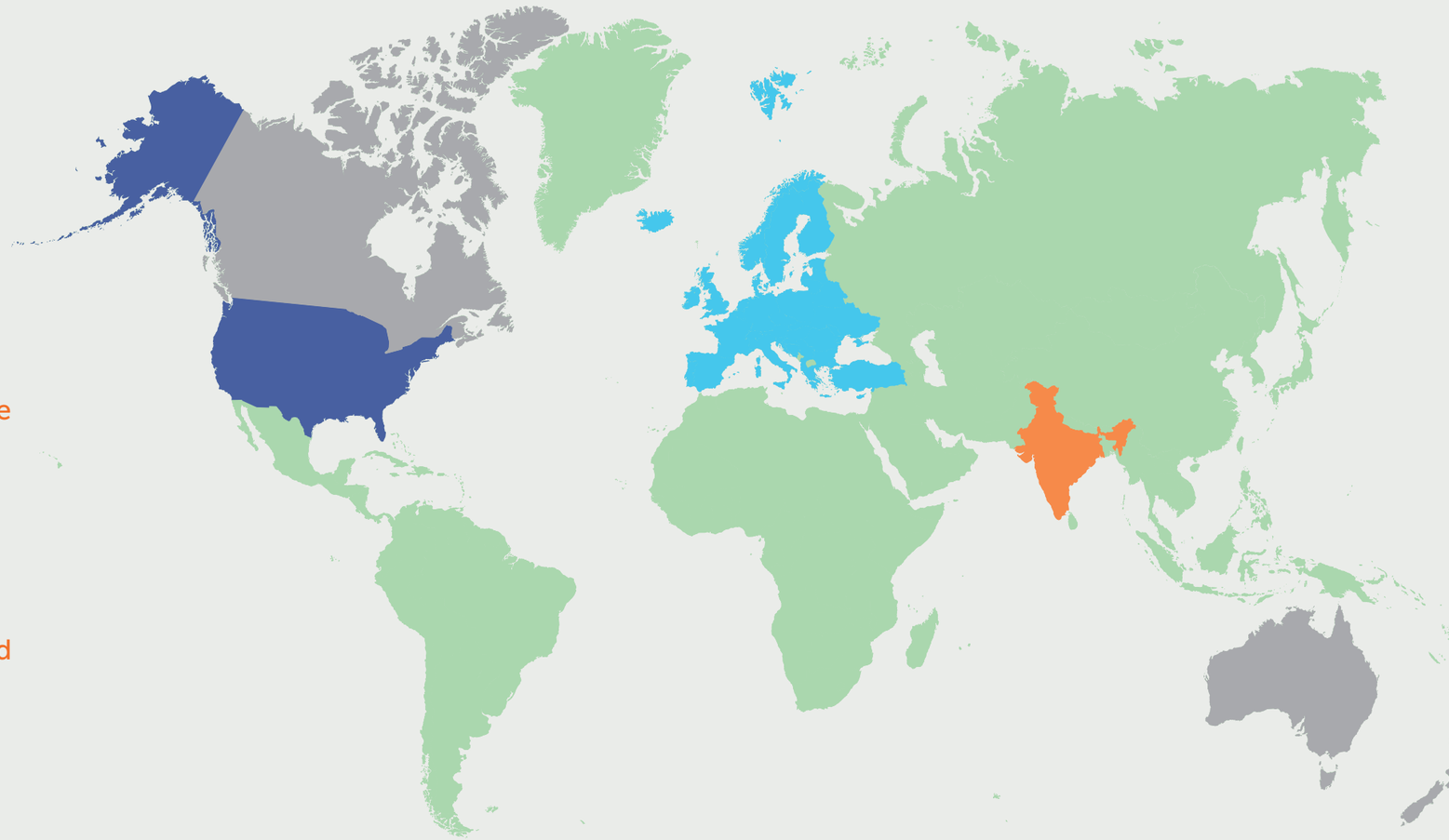
Shyamakant Giri
Chief Executive Officer
Gland Pharma Limited

Geographic Presence

Fortifying our global momentum

We are accelerating our global expansion through a focused growth strategy, strengthening our leadership in established markets, including the US, Europe, Canada, Australia, New Zealand, and India. At the same time, we are actively entering and developing new geographies. Our presence is steadily growing in Saudi Arabia, Thailand, Brazil, Mexico, Chile, and Colombia.

We, along with our partners, now have 371 ANDA filings in the US, with 318 approvals and 53 pending approval.



US market

54%

Share of group revenue contribution

Revenue from the US (₹ in Million)

₹30,387 Mn

FY 25	30,387
FY 24	30,375

Europe

19%

Share of group revenue contribution

Revenue from Europe (₹ in Million)

₹10,470 Mn

FY 25	10,470
FY 24	10,648

Other core markets*

4%

Share of group revenue contribution

Revenue from other core markets (₹ in Million)

₹2,021 Mn

FY 25	2,021
FY 24	1,575

Rest of the world markets

19%

Share of group revenue contribution

Revenue from Rest of the world (₹ in Million)

₹10,800 Mn

FY 25	10,800
FY 24	11,239

India

4%

Share of group revenue contribution

Revenue from India (₹ in Million)

₹2,487 Mn

FY 25	2,487
FY 24	2,810

*Canada, Australia and New Zealand

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04

Value Creation Approach

We continue to broaden our reach, diversify our product portfolio, and strengthen our presence in key markets. Through a dynamic approach, targeted investments, and focused execution, we have steadily evolved. Our commitment to quality and reliability underpins every initiative, ensuring sustained value creation and long-term growth for all stakeholders.

Megatrends

Harnessing trends that matter

We operate with agility and resilience in an increasingly complex global environment, shaped by rapid technological advancements, demographic shifts, evolving market dynamics, and changing regulatory frameworks. As a leading pharmaceutical company, we effectively anticipate change, adapt our strategies, and bolster our capabilities to drive sustainable growth and meet the healthcare needs of a changing world.

Emerging megatrends reshaping global pharmaceutical industry

Strengthening healthcare resilience through localisation

Geopolitical disruptions and pandemic-related challenges have underscored the need for more resilient and self-reliant healthcare systems. Countries are increasingly prioritising localised manufacturing, diversified sourcing, and agile supply chains to mitigate risk and ensure uninterrupted access to essential medicines.

Digitalisation of pharma value chains

The integration of digital technologies is revolutionising every stage of the pharmaceutical lifecycle—from AI-driven drug discovery and real-time clinical data monitoring to predictive analytics and blockchain-enabled supply chain transparency.

These innovations are enhancing speed, efficiency, and compliance across the value chain.

Transition to biopharmaceuticals and precision medicine

The global healthcare landscape is undergoing a fundamental transformation, driven by the rising incidence of chronic illnesses and genetic disorders. This is accelerating the shift from traditional small-molecule drugs to biopharmaceuticals, including biologics and biosimilars.

Concurrently, personalised medicine is gaining ground, offering patient-specific therapies that improve efficacy and reduce adverse effects.

Shift towards sustainable and value-based healthcare models

There is growing global consensus on the need to align healthcare outcomes with long-term sustainability. This includes adopting environmentally responsible practices, reducing the carbon footprint of pharmaceutical operations, and moving towards value-based care models that reward outcomes over volume, ensuring affordability and access for all.

Surge in complex therapeutics and advanced delivery platforms

Breakthrough innovations are fueling the growth of highly specialised therapies such as targeted treatments, cell and gene therapies, and antibody-drug conjugates.

These advancements demand not only deep scientific expertise but also sophisticated manufacturing processes and cutting-edge delivery systems that can handle product complexity and ensure precision dosing.

Business Model

Striving for holistic progress

We adopt an innovation-driven approach that unites our value creation model with global expertise and a robust stakeholder-centric mindset. By deploying cutting-edge strategies and adhering to industry-leading practices, we propel sustainable growth, ensure long-term value, and create meaningful impact across our ecosystem. With these concerted efforts, we fortify our commitment to inclusive progress and responsible business leadership.

Value creation process

Inputs

Financial Capital
- Net worth: **₹91,507 Mn**
- Equity capital: **₹165 Mn**

Manufactured Capital
- Number of formulation plants: **4 Gland and 4 Cenexi**
- Number of API plants: **3**
- Gross block: **₹51,502 Mn**

Innovation Capital
- Total R&D expenditure: **₹1,922 Mn**
- Number of people in R&D team: **250+**
- Number of employees in quality control and assurance team: **1,586**

Human Capital
- Total number of employees: **4,300+**
- Amount spent on employee benefits*: **₹49 Mn**
- New recruits: **788**

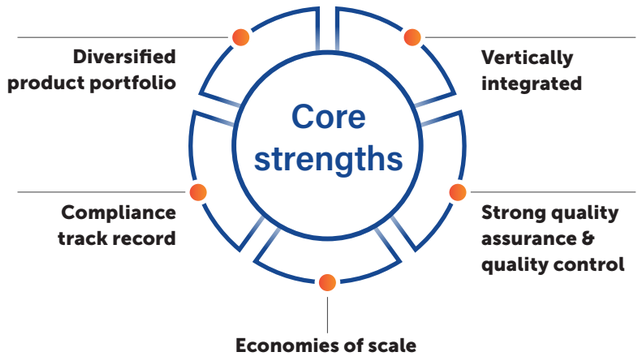
*Health Insurance and Maternity Benefit

Social and Relationship Capital
- Total number of shareholders: **113,788**
- Total amount spent on CSR activities: **₹271.61 Mn**

Natural Capital
- Total energy consumed: **95.15 GWh**
- Water consumption: **524,710 KL**

Product development approach

Patient needs → Product development → Product filing and approvals



Therapeutic areas

- Anti-diabetic
- Anti-infectives
- Anti-malarial
- Anti-neoplastic (Oncology)
- Blood-related
- Cardiology
- Gastro-intestinal
- Hormonal
- Neurological and central nervous system
- Ophthalmology and otologicals
- Pain, neuro-muscular blocking agents & analgesics
- Respiratory and pulmonology
- Vitamins, minerals & nutrients

Delivery systems

- Liquid vials
- Lyophilised vials
- Pre-filled syringes
- Ampoules
- Bags
- Eye drops
- Pens
- Cartridges

Sales

B2B (Global)
- B2B - IP led
  - Own Filing
  - Partner Filing
- B2B - Tech Transfer
- B2B CMO

B2C
- Direct sale of products to corporate hospitals, nursing homes, and government facilities

Manufacturing and supply chain

Formulation | API manufacturing | Distribution

Output

Financial Capital
- Total revenue: **₹56,165 Mn**
- EBITDA: **₹12,689 Mn**
- EBITDA margin: **23%**
- PAT: **₹6,985 Mn**
- PAT margin: **12%**

Manufactured Capital
- Therapeutic areas: **15**
- Products SKUs launched: **45**

Innovation Capital#
- Product registrations globally: **1,748**
- Number of ANDAs filed: **371**
- Number of ANDAs approved: **318**
- Number of ANDAs pending approval: **53**
- Number of DMFs filed: **1**

Human Capital
- Person-hours of EHS training: **6,849**
- Number of employees trained: **840+**
- Employee retention rate: **85%**

Social and Relationship Capital
- Number of CSR projects conducted: **24**
- Number of students benefitted: **56,000+**

Natural Capital
- Energy conserved: **13.08%**
- Water recycled: **32.70%**

Creating value for stakeholders

Investors and Promoters
We deliver profitable and sustainable returns, ensuring long-term value creation.

B2B (Pharma companies, Marketing partners) and B2C (Hospitals, Distributors, Government facilities)
We offer a diverse product portfolio, robust pipeline, and sophisticated R&D capabilities. Additionally, we contribute to elevating patient health, globally.

Business Partners (Vendors, Suppliers, Bankers)
We nurture enduring relationships, anchored in trust, transparency, and mutual benefit. We strengthen our partners' growth prospects through fair dealings, timely payments, and collaborative strategies.

Employees
We cultivate a diverse and inclusive workplace through continuous learning and development, while enhancing workforce competitiveness through skill development, and prioritising employee well-being to boost productivity.

Communities
We empower communities by driving meaningful societal change, optimising natural resource usage, minimising environmental footprint, and advocating for circular economy practices.

Government and Regulatory Bodies
We contribute to the exchequer by generating employment and supporting economic growth. Additionally, we ensure adherence to stringent regulatory parameters, aligned with global compliance frameworks.

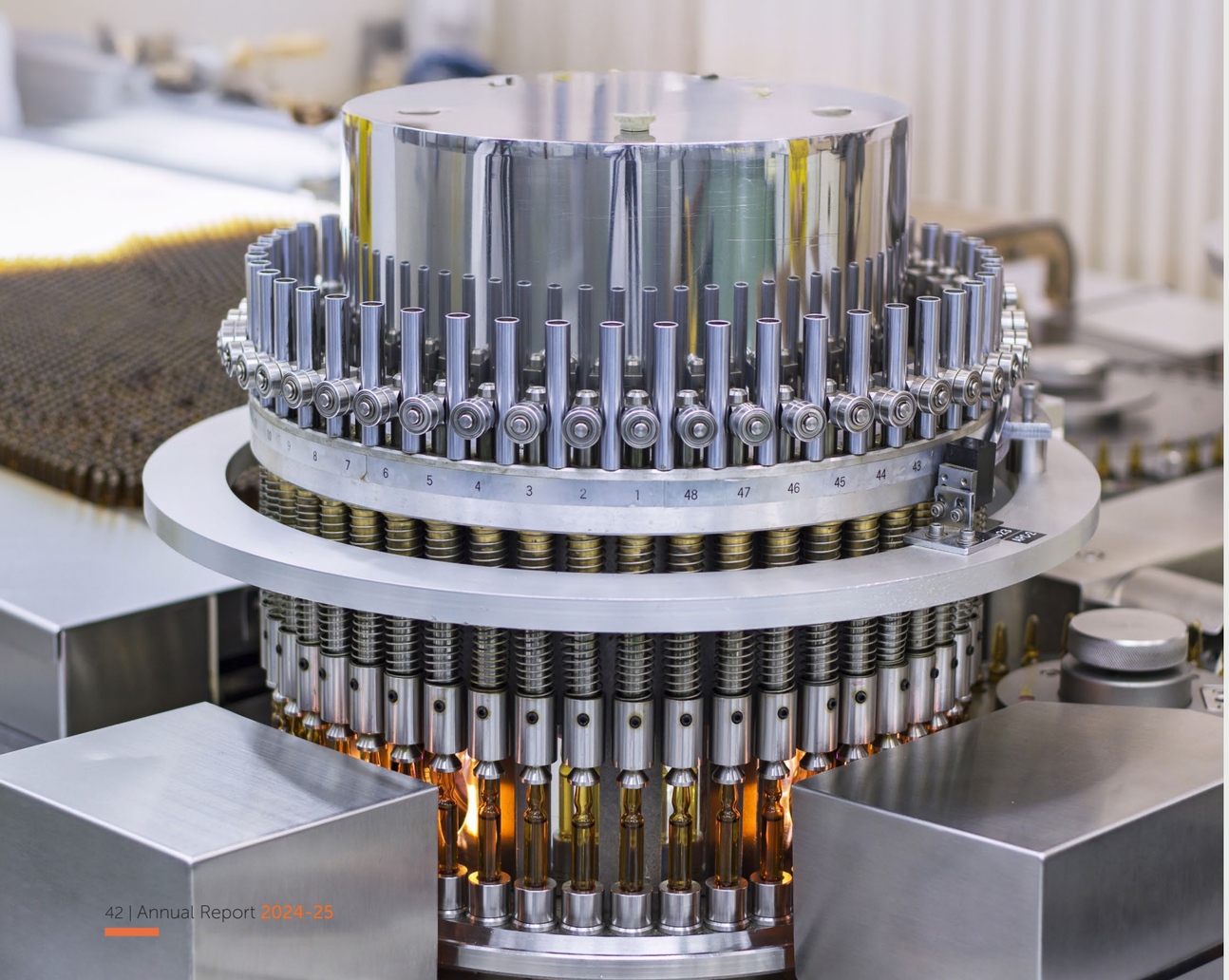
SDGs impacted

#Base Business (Gland)

Strategic Priorities

Sharpening our strategic blueprint

We are driving sustainable growth and innovation with purpose, accelerating our evolution as a global pharmaceutical leader. Through strategic expansion, a sharp focus on product development and biologics, and ESG integration, we are enhancing both our market presence and social impact. Empowered by future-ready technologies, deep collaborations, and industry-leading standards of quality and governance, we are unlocking transformative opportunities to meet the world's advancing healthcare needs.



S1 Base business expansion

Driving significant growth by expanding base business through new product launches, widening customer base and entry into new geographic markets.

New product launches

- A robust pipeline of 53 ANDAs pending approval, including complex injectables and new delivery formats like pens and cartridges
- This focus on complex injectables aligns with the significant market opportunity, with approximately US$ 300 Billion in injectable brand sales expected to lose patent protection between 2025 to 2035
- Strong track record with 52 new product launches and relaunches in FY24 and 31 in FY25
- Focused product approach for RoW markets

Leveraging existing partnerships

- Direct access to 13 of top 15 US generics injectables companies
- Shares strong relationships of 8+ years with the top 10 customers
- Continuously evaluate strategic opportunities to expand portfolio offerings
- Opportunity to also expand to new geographies leveraging existing customer relationships

Expanding customer base

- Focus on expanding relationships with new customers across markets
- Co-development and tech transfer opportunities
- Leverage strong regulatory track record to land new customers
- 100+ molecules portfolio – leverage to expand customer base

Geographic expansion

- Targeting growth opportunities in emerging markets like Africa, the Middle East, Latin America, APAC, and the RoW
  - Select market entries in the last 3 years include Saudi Arabia, China, South Africa, Mexico, Taiwan, and South Korea
- Geographic expansion will enable revenue streams diversification and reduce reliance on existing markets

S2 R&D and portfolio expansion

Focused on scaling R&D capabilities and portfolio through both organic initiatives and strategic partnerships.

Organic R&D

New product filings: Continuous focus on developing generics to products which are losing exclusivity

Expanding in-house expertise: Invest in upskilling R&D team for high-end products and cutting-edge technologies such as peptides, emulsions, suspensions, and liposomes

New formats: Expand technology offering to include newer formats such as Ready-to-Use (RTU) injectables, dual- and triple-chamber infusion bags, and cartridges/pens

Partnerships

Co-development partnerships: Establish co-development partnerships for complex injectables with multiple partners

CDO partnership: Partner with CDOs with complementary capabilities in R&D and manufacturing for technologies currently not available in-house

Portfolio enhancement: Acquire / in-license products to expand product portfolio and achieve quicker market entry

Strategic Priorities

S3 Foray into complex CDMO including biologics

Strategically expanding presence in complex CDMO including biologics market through collaborations, capacity expansion, and leveraging synergies with Cenexi.

Strategic collaborations

- Entered CDMO contracts for complex products in area of Suspensions, Hormones, Emulsions, Peptides and Microspheres
- Forged a long-term strategic collaboration with Dr. Reddy's Laboratories at Gland's biologics facility in Genome Valley, Hyderabad
- Collaborating with Shanghai Henlius Biotech to manufacture some of their key biosimilar products

Capacity expansion

- Expanding drug substance capacities for monoclonal antibodies (mAbs) and other biosimilars
- Plan to add 15,000L of stainless-steel reactor capacity for mAbs, increasing total capacity from 8,000L to 23,000L
- This expansion will position Gland as a major player in the biologics CDMO space

Leveraging synergies with Cenexi

Leveraging Cenexi's drug product (DP) capabilities to offer integrated solutions - Gland manufactures the drug substance and Cenexi produces drug product

Expanding presence in the GLP-1

- Increasingly focusing on GLP-1 range of products given the strong growth potential
- Entered CDMO contracts for GLP-1 with 2 customers already on-board

S4 Strategic acquisitions and integration

Focused on leveraging M&A to strengthen our innovation pipeline, geographic reach, and manufacturing scale.

Key focus areas for M&A

- Acquire targets with capabilities in Biologics and Biosimilars to capitalise on the growing market
- Potential India acquisitions in injectables to further consolidate Gland's market position
- Solidifying GTM capabilities, including customer connects to increase customer base especially in Europe, leveraging Cenexi's presence
- Acquire targets with manufacturing and technological capabilities including in complex products
- Acquire targets in the US with capabilities in high-value segments

S5 Augmenting manufacturing capacities and capabilities

Augmenting capabilities across various areas to strengthen position as a leading pharmaceutical manufacturer.

Expanding manufacturing capacity

- Commissioning additional line capacity to support future growth including manufacturing lines to produce portfolio of complex injectables and new delivery formats
- Focus on expanding manufacturing capacity through greenfield expansion

Investing in manufacturing and technological capabilities

- Investing in cutting-edge technologies and expanding CDMO capabilities for newer modalities, including biologics, drug substance and formulations
- Plan to also invest in ophthalmic suspension products

Strengthening presence across delivery formats

- Harnessing existing capabilities to establish a strong CDMO footprint
- New lines for suspensions, hormonal peptides, microsphere bulk, microsphere powder filling cum liquid filling, pens and cartridges have been installed at the Pashamylaram facility
- Additional production lines for newer formats, including Ready-to-Use (RTU) products, sterile cartridges, pre-filled syringes, dry powder and liquid vials, bulk cartridges, and specialty vials for suspensions, hormonal, and emulsions have been installed and are ready for commercial production

S6 Elevating our ESG commitments

Embedding sustainability and stakeholder value into every facet of our operations to create long-term impact.

- Reducing environmental impact through sustainable practices, including lowering carbon emissions, minimising waste, conserving water, and investing in renewable energy
- Cultivating a diverse and inclusive workplace, prioritising employee health, safety, and well-being, while advancing community development initiatives to uplift the quality of life for those we serve
- Maintaining high corporate governance standards to emphasise transparency, ethical decision-making, and independent Board representation. Integrating ESG considerations into risk management and business operations for responsible stewardship

Stakeholder Engagement

Collaborating for mutual success

We engage deeply with our stakeholders to understand evolving priorities and ensure our strategies reflect their interests. By fostering transparent dialogue, encouraging collaboration, and building mutual trust, we strengthen long-term relationships – ones that support our strategic direction and create enduring value across our stakeholder ecosystem.

Process of stakeholder engagement

1. Identifying key stakeholders relevant to the organisation
2. Engaging with stakeholders while assigning appropriate weightage based on their level of engagement with the organisation
3. Identifying and prioritising stakeholder concerns and expectations
4. Resolving concerns and needs in a consistent and transparent manner
5. Conducting regular review of actions taken to guarantee effectiveness
6. Ensuring transparency and accountability throughout the process

Government

We collaborate meaningfully with the government to drive progress for the broader community.

Capitals impacted

Engagement platforms

- Annual and quarterly compliance reports
- Regular issue-specific meetings
- Website
- Financial and statutory audits

Value delivered

- Ensured adherence to government regulations with timely tax and duty payments
- Generated direct and indirect employment opportunities
- Abided by quality and regulatory protocols.
- Established a robust quality and compliance audit mechanism
- Aligned with government initiatives to support economic development
- Conducted periodic reporting and capacity-building programmes for representatives

Frequency of engagement

As required from time-to-time

B2B

We strive to reach a wider base of end-users through diverse pharma companies and marketing partners.

Capitals impacted

Engagement platforms

- Customer-specific operational meetings
- Industry networks
- Regular visits and meetings

Value delivered

- Maintained timely product supply
- Upheld strict quality compliance
- Adhered to regulatory standards
- Offered competitive pricing
- Introduced innovation-driven solutions
- Provided high-quality, diverse portfolio

Frequency of engagement

Monthly, quarterly, annually

B2C

We ensure seamless distribution and supply of medicines for corporate hospitals, nursing homes, and government facilities.

Capitals impacted

Engagement platforms

- Regular visits and meetings
- Supplier audits

Value delivered

- Augmented service with on-time delivery
- Shared ethical and precise information
- Fortified customer access through a sound distribution network
- Elevated manufacturing, sourcing, and compliance standards
- Advanced innovation for health and wellness across therapeutic segments

Frequency of engagement

Monthly, quarterly, annually

Stakeholder Engagement

Business partners

We foster brand awareness, strengthen brand equity, and maintain streamlined product delivery for vendors, suppliers, and bankers.

Capitals impacted

Engagement platforms

- Structured meetings
- Supplier audits and visits
- Emails and meetings

Value delivered

- Ensured fair pricing and transparent transactions
- Fostered mutually beneficial, long-term relationships
- Maintained on-time payments and timely settlements
- Facilitated technology and knowledge sharing
- Strengthened effective relationship management

Frequency of engagement

Continuous

Employees

We cultivate a progressive work environment to empower our team and prioritise professional and personal well-being.

Capitals impacted

Engagement platforms

- Training and development programmes
- Employee engagement surveys
- Grievance redressal mechanism
- Regular updates through internal communication
- Performance reviews

Value delivered

- Nurtured a positive and energetic work environment
- Offered competitive remuneration and benefits
- Prioritised job satisfaction, motivation, and welfare
- Provided training, talent management, and retention programmes
- Maintained workplace health and safety
- Forged a culture of care and support
- Implemented reward schemes and career growth opportunities

Frequency of engagement

Continuous

Investors and Promoters

We deliver sustainable value through consistent dividends and long-term wealth creation for our domestic and international stakeholders.

Capitals impacted

Engagement platforms

- Annual General Meetings (AGMs)
- Quarterly investors presentations and meetings
- Analyst meets

Value delivered

- Committed to long-term business growth
- Ensured sustainable dividend policy and strong ROI
- Executed strategic plans to achieve growth targets
- Upheld transparent governance and ethical conduct
- Provided timely and accurate shareholder communication
- Delivered consistent growth in revenue and profit
- Strengthened risk management and adaptability to macroeconomic changes

Frequency of engagement

Quarterly, time-to-time and annually

Community

We contribute to the well-being, empowerment, and holistic development of the communities we serve, fostering inclusive and lasting impact.

Capitals impacted

Engagement platforms

- CSR projects
- Partnerships with NGOs

Value delivered

- Generated jobs
- Drove economic growth
- Extended healthcare access
- Improved quality of life
- Supported livelihood opportunities
- Implemented impact-driven CSR initiatives

Frequency of engagement

As required from time-to-time

05

Capital-Wise Performance

52	Financial Capital
58	Manufactured Capital
68	Innovation Capital
76	Human Capital
82	Social Capital
92	Relationship Capital
94	Natural Capital

Our business model is built on the effective stewardship of six interconnected capitals: financial, manufactured, innovation, human, social and relationship, and natural. These capitals represent the core resources and relationships that drive our value creation process. By strategically managing and enhancing each capital, we deliver sustained business performance and create long-term value for our stakeholders and society.

Financial Capital

Fostering long-term financial resilience

Focus areas

- Sharpening our revenue model
- Strengthening consolidated cash flow
- Maintaining capital expenditure
- Driving value creation and distribution

Strategies impacted

- S1 Base business expansion
- S2 R&D and portfolio expansion
- S3 Foray into complex CDMO including biologics
- S4 Strategic acquisitions and integration
- S5 Augmenting manufacturing capacities and capabilities
- S6 Elevating our ESG commitments

8 DECENT WORK AND ECONOMIC GROWTH

We drive business expansion, cost efficiency, and risk-adjusted investment returns through strategic financial management. Our well-thought capital allocation framework fuels investments in capacity, process excellence, market growth, and R&D, directly enhancing our competitive position. With a resilient balance sheet, we possess the financial fortitude to thrive amidst market uncertainty and consistently generate enduring value.

Sharpening our revenue model

We operate through a robust B2B-driven business model, encompassing IP-led marketing, technology transfer, and contract manufacturing, complemented by a focused B2C approach tailored to the Indian market.

B2B model

We leverage diverse B2B models to achieve the following objectives:

Market expansion	Reputation building	Strategic partnerships	Operational efficiency
Grow market share in key regions, including the US, Europe, Canada, Australia, New Zealand, and the RoW, with strong emphasis on the US market	Establish Gland Pharma as a reliable manufacturer of injectables with a strong compliance track record, strengthening our credibility and appeal among market leaders.	Utilise the expertise of marketing partners in their respective markets to scale our business.	Maintain profitability and maximise capacity utilisation, while ensuring industry-leading manufacturing and quality standards to serve a diverse customer base.

Our primary B2B model is built on IP-led partnerships and anchored by long-term agreements. We generate revenue through licensing fees and milestone payments tied to various stages of product development. Once products reach commercialisation, we generate earnings through manufacturing revenues and, in most cases, also receive a share of profits or royalties.

Depending on the partnership, we either retain full ownership of dossiers, intellectual property, and marketing rights, or co-own them with partners. Collaborative regulatory filings facilitate faster product approvals, ensuring swift market entry post-patent expiry.

Additionally, our B2B CDMO/CMO model provides fill-and-finish services for aseptically or terminally sterilised injectables for our partners. Revenue is realised through production volume. While our customers retain ownership of dossiers, development, intellectual property, and marketing rights, we retain manufacturing rights for the duration of the agreement.

Financial Capital

B2C model

We drive direct marketing operations exclusively in India, capitalising on our strong brand equity to reaffirm focus on injectables. With a majority of our product pipeline under our ownership, we maintain flexibility to expand our direct sales platform in the country.

Our sales team is supported by an extensive nationwide distribution network. This ensures our presence across approximately 4,000 corporate hospitals, nursing homes, and government facilities.

Strategic focus

Our strategy emphasises diversifying revenue streams and allocating investments wisely to support growth objectives. This approach has enabled us to:

- Sustain a value-enhancing business model by prioritising R&D investments
- Maintain sufficient inventory levels to ensure supply consistency
- Secure substantial orders, ensuring stable cash flow and strengthen our credibility in the pharmaceutical sector
- Enhance cost efficiencies, improve operating profits, and optimise working capital requirements through effective inventory management

Profit and loss parameters (Consolidated)

Income from operations
(₹ in Million)

₹56,165 Mn

FY 25	56,165
FY 24	56,647
FY 23	36,246
FY 22	44,007

EBITDA
(₹ in Million)

₹12,689 Mn

FY 25	12,689
FY 24	13,331
FY 23	10,248
FY 22	15,102

Gross profit
(₹ in Million)

₹35,261 Mn

FY 25	35,261
FY 24	34,916
FY 23	19,392
FY 22	22,915

PAT
(₹ in Million)

₹6,985 Mn

FY 25	6,985
FY 24	7,725
FY 23	7,810
FY 22	12,117

EBITDA margin
(%)

23%

FY 25	23
FY 24	24
FY 23	28
FY 22	34

PAT margin
(%)

12%

FY 25	12
FY 24	14
FY 23	22
FY 22	28

Balance sheet parameters (Consolidated)

Total assets
(₹ in Million)

₹1,12,249 Mn

FY 25	1,12,249
FY 24	1,06,612
FY 23	87,775
FY 22	78,336

Net worth
(₹ in Million)

₹91,507 Mn

FY 25	91,507
FY 24	87,238
FY 23	79,587
FY 22	71,576

Net working capital
(₹ in Million)

₹21,683 Mn

FY 25	21,683
FY 24	21,554
FY 23	23,355
FY 22	21,300

Capital expenditure
(₹ in Million)

₹3,938 Mn

FY 25	3,938
FY 24	3,975
FY 23	2,230
FY 22	5,217

Asset turnover ratio
(x)

0.5x

FY 25	0.5
FY 24	0.6
FY 23	0.4
FY 22	0.6

ROCE
(%)

9%

FY 25	9
FY 24	11
FY 23	11
FY 22	21

RONW
(%)

8%

FY 25	8
FY 24	9
FY 23	11
FY 22	19

Financial Capital

Base Business (Gland)

Income from operations
(₹ in Million)

₹41,248 Mn

FY 25	41,248
FY 24	41,769
FY 23	36,246
FY 22	44,007

EBITDA
(₹ in Million)

₹14,451 Mn

FY 25	14,451
FY 24	14,142
FY 23	10,248
FY 22	15,102

EBITDA margin
(%)

35%

FY 25	35
FY 24	34
FY 23	28
FY 22	35

Gross profit
(₹ in Million)

₹23,943 Mn

FY 25	23,943
FY 24	23,567
FY 23	19,392
FY 22	22,915

PAT
(₹ in Million)

₹10,868 Mn

FY 25	10,868
FY 24	10,456
FY 23	7,810
FY 22	12,117

PAT margin
(%)

26%

FY 25	26
FY 24	25
FY 23	22
FY 22	28

Maintaining capital expenditure

Total capital expenditure (Capex) for FY 2024-25 amounted to ₹3,938 Million. This strategic investment signifies our focus on amplifying operational strengths, expanding capacity, and driving long-term growth. Through efficient capital deployment, we aim to strengthen our infrastructure, improve productivity, and accelerate innovation, maintaining sustained value creation for all stakeholders.

Driving value creation and distribution

We prioritise optimal utilisation of assets and financial resources to drive consistent growth and long-term stability, creating sustainable value for all stakeholders. By aligning our investments with strategic long-term goals, we remain a trusted and innovative player in the pharmaceutical market.

The Board of Gland Pharma has recommended a final dividend of ₹18 per equity share for FY 2024-25, pending shareholders approval.

Strengthening cash flow

Our cash flow from operations stood at ₹9,147 Million in FY 2024-25, reflecting our strong financial performance. In line with our expanding opportunities, cash deployed for investments stood at ₹3,938 Million in FY 2024-25. This surge demonstrates our ability to capitalise on growth prospects and strategically allocate resources to drive success.

Prudent cash flow management forms the basis of our financial strategy. We effectively utilise internal cash flows to support key initiatives, including capacity expansion, new product development, and investments in R&D and innovation. By optimising our internal cash resources, we fortify our financial foundation and enhance our ability to drive sustainable growth and long-term value for stakeholders.

Cash and bank balances
(₹ in Million)

₹25,562 Mn

FY 25	25,562
FY 24	24,953
FY 23	37,707
FY 22	34,483

Cash flow from operations
(₹ in Million)

₹9,147 Mn

FY 25	9,147
FY 24	9,968
FY 23	3,640
FY 22	7,908

Manufactured Capital

Driving future-ready manufacturing excellence

Focus areas

- Strengthening vertically integrated injectables manufacturing capabilities
- Manufacturing diversified products
- Maintaining consistent regulatory compliance track record
- Reinforcing scale
- Ensuring product quality and safety
- Optimising supply chain ecosystem

Strategies impacted

- S1 Base business expansion
- S2 R&D and portfolio expansion
- S3 Foray into complex CDMO including biologics
- S4 Strategic acquisitions and integration
- S5 Augmenting manufacturing capacities and capabilities
- S6 Elevating our ESG commitments

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

We are a leader in the sterile injectables segment, built on a foundation of leading-edge infrastructure and pioneering technology. With a firm focus on quality and regulatory standards, we seamlessly blend innovation and efficiency in our manufacturing processes. Our scalable capabilities empower us to meet the rising global demand for injectables, offering diverse delivery systems that address the changing needs of patients and healthcare providers around the world.

Our state-of-the-art, vertically integrated facilities allow for end-to-end production, ensuring greater control over the supply chain, cost, and quality. Backed by all key global regulatory approvals, our facilities adhere to the highest standards of compliance. With continuous investment in capacity expansion, technological advancements, and supply chain efficiencies, we lead in pharmaceutical manufacturing – delivering safe, effective, and high-quality injectables to markets worldwide.

Scale and scope

*Including Cenexi | #Base Business (Gland)

11
World-class finished formulation and API manufacturing facilities*

~1,200 Mn units
Finished formulation capacity per year#

42
Production lines*

Strengthening manufacturing capabilities

Our specialised Formulation and API manufacturing facilities are equipped with future-ready technologies, purpose-built equipment, and streamlined production lines. We prioritise quality and regulatory compliance, maintaining adherence to strict standards across all manufacturing locations.

Through vertical integration, we maintain tighter control over our supply chain, accelerating product development, improving quality oversight, and driving cost efficiencies via large-scale manufacturing. This integrated approach reduces average costs per unit and drives economic viability across operations. Adhering to stringent quality standards at every stage ensures the safety, efficacy, and reliability of our products, boosting brand reputation and customer loyalty.

Manufactured Capital

To meet the growing demand for complex injectables, including peptides, long-acting formulations, suspensions, and hormonal medicines, we are expanding our manufacturing capacity. Our flexible and scalable production lines allow us to diversify our product portfolio without major modifications to existing processes.

With a strong track record of successful inspections across all facilities, we continue to explore opportunities to expand our capacity – both in scale and scope – to meet market demands and drive sustainable growth.

Approach to business

We have successfully operated a **B2B model** in collaboration with industry leaders, complemented by a **strong B2C presence** in the Indian market. Our brand reputation, coupled with an extensive sales network, allows us to drive sustained growth and deepen market penetration across both segments. We are one of the fastest growing generic injectables-focused companies by revenue in the US from 2019 to March 2025 (As per IQVIA).

	B2B (Global)				B2C (India)
	B2B – IP-Led		B2B Tech Transfer	B2B CMO	B2C
	Own Filing	Partner Filing			
Overview	• Out-license to marketing partners • Long-term product supply contracts		• Co-development with partner • Manufacturing by Gland	• Fill and finish service • Loan and license agreements	• Direct marketing of products
Revenue Model	• License and milestone payments • Selling price per unit dose + Profit share		• Tech transfer fee • Selling price per unit dose + Royalty	• Fixed per unit price	• Direct sale of products
ANDA Ownership*	✓	✗	✗	✗	✓
IP Ownership*	✓	Co-owned	✗	✗	✓
Advantages of B2B models	B2B's high-volume orders optimise facility use, lowering per-unit costs.	Targeted B2B partnerships cut marketing costs while reaching patients.	Collaborative quality and compliance establish us as a trusted manufacturer.		Higher capacity, lower marketing, and strong reputation drive profit margins.

*Reflects typical features of such business models in regulated markets

Manufacturing diversified products

Our broad expertise enables us to manufacture a wide range of dosage formulations, including solutions, suspensions, and lyophilised products. Our product portfolio spans multiple delivery methods, such as pre-filled syringes, vials, ampoules, bags, and dry powder injections.

By utilising our injectable product technologies, we specialise in the development and manufacturing of generic injectables in liquid, lyophilised, suspension, and emulsion forms. By harnessing advanced procedures, we excel in synthesising complex drug molecules, including Low Molecular Weight Heparins, steroids, and cytotoxics.

Complementing our efforts on new product development, we continue to drive cost competitiveness across our operations.

Formulation facilities

3 Hyderabad, India

3 France, Europe

1 Visakhapatnam, India

1 Belgium, Europe

API facilities

1 Hyderabad, India

2 Visakhapatnam, India

Maintaining consistent regulatory compliance track record

We uphold a strong compliance track record across multiple regulatory frameworks, spanning the US, Europe, Canada, Australia, India, and other global markets. Our adherence to ethical practices reflects our commitment to regulatory compliance and patient safety. This disciplined approach boosts our brand credibility and amplifies our appeal as a trusted and attractive investment partner.

Accreditations from Regulatory Bodies

Our manufacturing facilities are accredited by leading global regulatory authorities, including:

- United States Food and Drug Administration (USFDA), USA
- European Medicines Agency (EMA)
- Medicines and Healthcare Products Regulatory Agency (MHRA), United Kingdom
- Behörde für Gesundheit und Verbraucherschutz – Hamburg (BGV), Germany
- National Health Surveillance Agency (ANVISA), Brazil
- Therapeutic Goods Administration (TGA), Australia
- Medicines Control Council (MCC), South Africa
- World Health Organisation (WHO)
- Health Canada

Manufactured Capital

Reinforcing manufacturing scale

Our advanced formulation production facilities are engineered to produce a broad spectrum of injectables through aseptic filling and terminal sterilisation processes. Built to accommodate evolving product specifications and the dynamic demands of a diverse customer base, these facilities uphold the highest standards of quality and agility throughout the manufacturing process. In India, we operate four formulation manufacturing facilities, each equipped to deliver excellence in pharmaceutical production. In Europe, Cenexi operates 4 manufacturing plants in France and Belgium.

Formulation

Formulation capacities in India

Dundigal
Hyderabad, India

Our 5,00,000 sq. ft. flagship sterile injectable facility in Dundigal, Hyderabad was approved by USFDA in 2003 and possesses capabilities to accommodate various delivery formats.

Key capabilities

6 vial lines with 7 lyophilizers
160 Mn units/year
2,480 sft lyo capacity

1 Ampoule Line
60 Mn units/year

2 Pre-Filled Syringes (PFS) Lines
85 Mn units/year

2 Bag Filling Lines
5 Mn units/year

1 Ophthalmic Line
45 Mn units/year

Pashamylaram
Hyderabad, India

Our 6,00,000 sq. ft. sterile injectable facility commenced operations in July 2015 and received USFDA approval in April 2016, facilitating our entry into the US market in September 2016. Since then, this facility has significantly bolstered our manufacturing capacity, nearly doubling our output.

Key capabilities

6 vial lines with 7 lyophilizers
220 Mn units/year
2,752 sft lyo capacity

Cartridges
40 Mn units/year

2 Ampoule Lines
120 Mn units/year

1 Bag Filling Line
15 Mn units/year

1 Pre-Filled Syringe (PFS) Line
20 Mn units/year

Suspensions/Emulsion
85 Mn units/year

Microsphere/Dry Powder
40 Mn units/year

Penems Facility
Hyderabad, India

Our Penems facility in Pashamylaram, Hyderabad achieved a key milestone with its first ANDA filing in September 2013 and USFDA approval in April 2016.

Key capabilities

Liquid Vial Line with 3 Lyophilisers
456 sft lyo capacity

Dry Powder Line
5 Mn units/year

Oncology Facility
SEZ Visakhapatnam, India

Our oncology facility secured USFDA and GMP (EU) approvals in 2014, paving the way for sales in Europe (2015) and the US (2016).

Key capabilities

3 vial lines with 5 lyophilizers
11 Mn units/year
896 sft lyo capacity

Cenexi: Advancing our CDMO capabilities

Cenexi is a leading global CDMO based in the European Union, acquired by Gland Pharma in 2023. Its facilities located in France (Fontenay, Hérouville, and Osny) and Belgium (Braine), offer diverse manufacturing and development capabilities across sterile injectables and complex formulations.

All Cenexi sites are approved by major regulatory authorities, including the USFDA, EMA, and ANVISA, signifying their robust compliance foundation. Originating as spin-offs from prominent pharmaceutical companies, such as Roche, Merck, and NextPharma, Cenexi carries a rich legacy of excellence.

The company is undertaking a series of focused initiatives to boost near-term performance. Efforts include identifying bottlenecks and high-cost activities, and Overall Equipment Effectiveness (OEE). The company is strengthening technical transfer processes, continuously evaluating and improving manufacturing workflows, and renegotiating contracts to improve profitability. In parallel, it is targeting complex, high-value opportunities, deepening engagement with long-standing partners, and reorganising customer support and business development functions for greater flexibility. A robust strategy is being developed to accelerate margin expansion, complemented by the formation of strategic sourcing partnerships to boost supply chain resilience and competitiveness. Together, these integrated actions are expected to deliver measurable improvements in financial performance.

Strategic rationale for acquisition

European market access
Cenexi's established presence and its four specialised facilities provide Gland Pharma with a strong foothold in the mature European pharmaceutical market.

Diversified services portfolio
Cenexi's expertise in complex injectables, including hormones and controlled substances, broadens Gland's existing service offerings and enhances its value proposition.

Strengthened CDMO leadership
The added capacity, technological capabilities, and expertise further cement Gland's stature as a preferred global CDMO partner.

Accelerated international growth
The acquisition supports Gland's strategic goal of expanding its global footprint, significantly accelerating its international growth trajectory.

Manufactured Capital

Performance for FY 2024-25 - Site specific initiatives

Cenexi significantly strengthens our value proposition by offering integrated 'one-stop-shop' solutions and enabling expansion into new focus areas and service offerings. Each of its four sites brings complementary strengths and additional capacity for enduring long-term growth:

Fontenay

Largest ampoule manufacturing site in Europe; former Roche centre of excellence.

- Enhancing installed capacity to meet Annex 1 requirements
- Driving productivity improvements
- Exploring opportunities in controlled substances to diversify the portfolio
- Optimising product mix to better absorb fixed costs and enhance margins

Osny

Specialises in oral solids based on highly active molecules such as hormones and anti-allergenic products.

- Focusing on increasing product volumes and expanding the customer base
- Undertaking process optimisation initiatives to boost efficiency

Hérouville-Saint-Clair (HSC)

Sterile-focused site acquired from Merck in 2017. Manufacturing high-value vials, pre-filled syringes (PFS), cartridges, and ophthalmic gels.

- Investing in new PFS line (2025)
- Driving high automation levels for operational efficiency and production consistency

Braine-L'Alleud (BLA)

Focuses on highly active sterile (cytotoxics) products: vials, liquids, lyophilised products, and pre-filled syringes.

- Investing in expanding freeze-drying capacity
- Building a new vial production area with isolator technology and an integrated freeze dryer system for safer and more efficient manufacturing

Way forward

Looking ahead, the ongoing and upcoming tech transfer projects are expected to drive significant traction. Planned investments focused on modernising equipment, procuring new technologies, and expanding the product portfolio are set to further bolster the foundation for sustainable long-term growth.

Strategic initiatives are aimed at building critical capabilities to bridge expertise gaps, augmenting operational efficiency by maximising equipment utilisation, and optimising production planning. Capex projects are aligned with current business needs and designed to address operational improvements for seamless migration to a leaner, centralised corporate structure.

Targeted initiatives, including product transfers to balance line loading and the development of multi-skilling programmes to create a more flexible workforce are set to further boost efficiency. By synergising the strengths of Gland Pharma and Cenexi, the company will drive both cost efficiencies and revenue growth, identifying cross-selling opportunities across combined customer bases.

Additionally, efforts are underway to unlock new capacity through increased batch sizes and amplified utilisation of development capabilities. The organisational structure is set to pave the way for a future state model with clearly defined Centres of Excellence, supported by best-in-class operational practices such as Quality-by-Design (QbD) methodologies and real-time process monitoring. Drawing from these cohesive efforts, the company is expected to significantly amp up competitiveness, service delivery, and long-term profitability.

Expanding across the European CDMO Market

We are strategically positioned to expand our CDMO offerings in the high-growth European market, which presents a significant opportunity valued at approximately EUR 4 Billion. In line with our long-term vision, we are establishing a strong manufacturing footprint across Europe with a specialised focus on sterile injectables.

Through this acquisition, we have gained access to cutting-edge technologies. This diversification strengthens our service portfolio and sharpens our competitive advantage to meet the evolving demands of global pharmaceutical clients.

This strategic move also broadens our customer base within the EU, particularly in the biologics segment. As we move forward, we are actively expanding into the branded CDMO space, reaffirming our position as a leading pharmaceutical contract manufacturer.

We remain confident in Cenexi's existing client base and the continued engagement of our strategic partners. Additionally, our expansion plans are backed by a strong order book, with new programmes signed and progressing through various stages of technology transfer and regulatory approvals.

API

API facilities

3
World-class manufacturing facilities

50
ANDAs supported by in-house APIs

~11,000 Kg/year
Total manufacturing capacity

Our API manufacturing facilities operate within a vertically integrated business model, enabling greater control over the supply chain, ensuring high API quality, and achieving cost efficiency. Our in-house expertise has supported the development of several vertically integrated ANDAs. We have three in-house API manufacturing facilities, strengthening our backward integration capabilities – two API facilities in Visakhapatnam, India, and one Biotech Drug Substance Facility in Genome Valley, Hyderabad, India.

As part of our strategic focus on vertical integration, we continue to bolster our in-house API manufacturing capabilities – particularly for molecules that are challenging to source. This capability allows us to explore product development opportunities that may be less accessible to others due to supply uncertainties. Two of our API manufacturing facilities are USFDA-approved.

Given our focus on efficient supply chain management, we implement various strategies to minimise costs. These include maintaining optimal inventory levels, utilising economic order quantities, and adopting cost-saving measures. Our quality assurance and control teams play a vital role in product lifecycle management, elevating manufacturing efficiencies. Additionally, we prioritise timely filings of Changes Being Effected (CBE) and Prior Approval Supplement (PAS) applications for cost-effective APIs, batch size modifications, and equipment qualification enhancements to optimise yields.

Effective inventory control is crucial to maximise profitability. To streamline inventory management, we deploy ERP software, optimising efficiency and cost viability across our operations.

Manufactured Capital

API capacities

VSEZ,Duvvada
Visakhapatnam, India

Key capabilities

API production facility

USFDA (US) approved

~8,500 Kg/year
API capacity

JNPC
Visakhapatnam, India

Key capabilities

API production facility

USFDA (US), DMA (Denmark) approved

~3,000 Kg/year
API capacity

Shamirpet, Genome Valley
Hyderabad, India

Key capabilities

Biotech Drug Substance Facility

8 KL **2** Manufacturing blocks

SU Upstream: B. Size 50L to 1,000L

SU Downstream: B. Size 50L to 1,000L

Ensuring product quality and safety

We prioritise top-tier product quality and industry-leading safety mechanisms, strictly adhering to the highest regulatory standards throughout the production process. Our commitment to cGMP compliance guarantees the efficacy and safety of our drugs. To further strengthen our quality control efforts, we implement a comprehensive three-pronged approach.

Compliance features

40+
Audits completed, including regulatory and partner audits

1,586
Employees dedicated to **quality assurance and control,** representing **~37%** of our total workforce

All sites
Are operating smoothly and all USFDA facilities have received the **Establishment Inspection Report (EIR)**

Consistent quality improvement

We have integrated a Laboratory Information Management System (LIMS) across our manufacturing plants for stronger quality control. This system streamlines methods, fosters transparency, and ensures scalability without the need for resource-intensive validation efforts. Moreover, we closely monitor key quality performance metrics, proactively addressing concerns, responding to complaints, and rectifying deviations. Continual improvement is the hallmark of our strategy, supported by:

- **Transparent communication channels**
- **Collaborative tools**
- **Site-specific training**

Corporate quality framework

Our quality assurance framework gains traction from a structured corporate reporting system with clearly defined roles and responsibilities. We prioritise meticulous documentation and compliance with SOPs, ensuring that all regulatory findings are effectively addressed.

To drive continuous improvement, we:

- Conduct **regular quality training sessions**
- Employ **cross-functional problem-solving initiatives**
- Leverage **stakeholder feedback** to refine mitigation strategies

Internal quality audits

We ensure compliance across all manufacturing plants through our internal audit programme. In addition to routine site inspections, we facilitate customised customer audits to align with specific quality expectations.

To further strengthen the process, we engage external consultants to review quality effectiveness and identify potential gaps, multiplying regulatory preparedness. These concerted measures enable us to maintain industry-leading quality standards.

Optimising supply chain ecosystem

We attach a premium on optimal inventory levels to effectively maintain a seamless and reliable supply chain. Our proactive supply chain management ensures:

- **Timely order fulfilment**
- **Cost-efficient production**
- **Continuity of supply in dynamic markets**

To mitigate risks and ensure business continuity, we maintain a robust API production capacity, securing a consistent supply of critical raw materials and production units. Our strategy includes:

- Filing applications for alternative APIs and components
- Optimising batch sizes for commercial viability
- Identifying and engaging with alternate vendors and expand manufacturing capabilities

We continuously refine our supply chain processes to improve efficiency, build resilience, and maintain agility in response to a rapidly evolving market.

Innovation Capital

Leading with impactful innovation

Focus areas

- Delivering through sophisticated R&D
- Achieving regulatory excellence through strategic filings
- Progressing through next-generation technologies
- Enhancing intellectual property and regulatory strength

Strategies impacted

- S1 Base business expansion
- S2 R&D and portfolio expansion
- S3 Foray into complex CDMO including biologics
- S4 Strategic acquisitions and integration
- S5 Augmenting manufacturing capacities and capabilities
- S6 Elevating our ESG commitments

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

We channel our R&D strength into shaping the future of complex pharmaceuticals, fusing scientific acumen with real-world impact. Powered by a team of expert scientists, we scale new heights in injectable formulations, advanced drug delivery systems, and API development. This innovation-led approach allows us to deliver smarter, more effective solutions tailored to global healthcare needs – cementing our role as a catalyst for progress in the evolving ecosystem of sterile injectables.

Through continuous investments in R&D, advanced technologies, and intellectual property, we solidify our presence in specialised and complex formulations. Along the course of our innovation-driven growth in the pharmaceutical landscape, we continue to lead in delivering next-generation injectables and cutting-edge drug delivery solutions to patients across the world.

Delivering through sophisticated R&D

We operate a world-class R&D facility in Hyderabad, supported by on-site R&D capabilities at each manufacturing location. Our team comprises over 250 highly qualified scientists, including PhDs, pharmacy postgraduates, and chemists, who place us at the forefront of pharmaceutical innovation. This deep bench of expertise enables us to accelerate new product development and efficiently support global regulatory filings.

Our R&D capabilities span the full spectrum of pharmaceutical research, with growing specialisation in injectables, as well as the synthesis of complex molecules such as Low Molecular Weight Heparins, Corticosteroids, Peptides, and Cytotoxics compounds. We focus on Formulation Development, Analytical Method Development, Process Development, and Stability Studies, ensuring robust scientific rigour at every step.

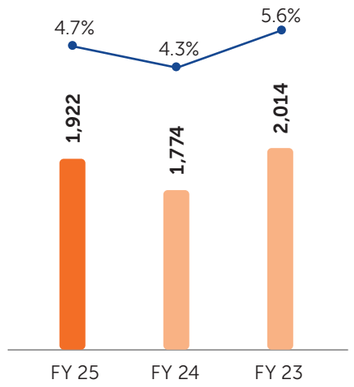
As a vertically integrated company, we seamlessly align our R&D operations with advanced manufacturing, stringent quality control systems, and strong regulatory expertise. Our established marketing and distribution network ensures that innovations move swiftly from lab to market.

By embedding excellence across the pharmaceutical lifecycle, our R&D team continually leads new product initiatives and lifecycle management, adopting future-ready technologies and cost-efficient processes that keep us ahead of industry trends.

Innovation Capital

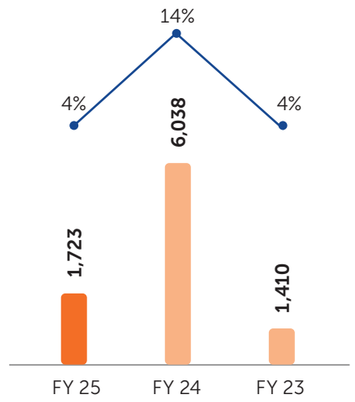
Investment in R&D
(₹ in Million)

₹1,922 Mn



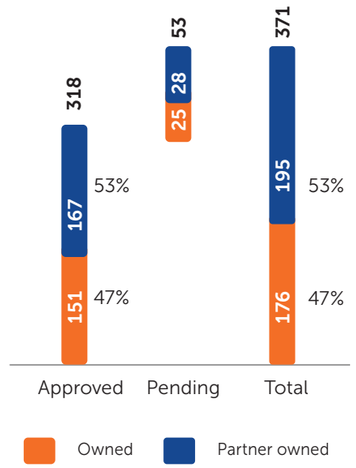
Revenue from new launches* (₹ in Million)

₹1,723 Mn



* includes relaunches

ANDA dashboard
Total 371 ANDAs[1]

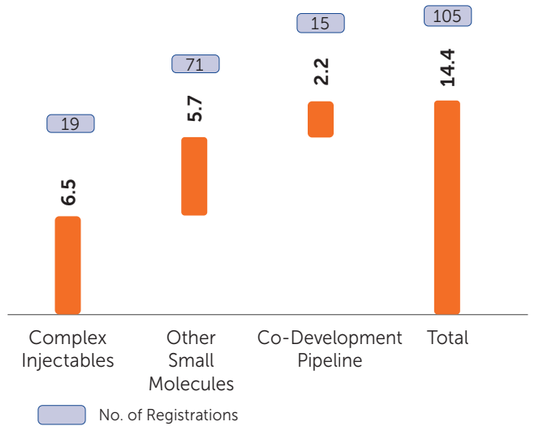


In-house R&D pipeline

Our in-house portfolio covers a wide spectrum of therapeutic areas, ranging from Anti-diabetics, Anti-infectives, and Anti-malarial treatments to Oncology and several other specialty segments. We continue to diversify into high-potential categories such as Ophthalmology, CNS Health, and Cardiology, positioning ourselves across key growth areas.

US$ 14.0 Bn+ addressable opportunity in the near term

Total Addressable Market in US$ Bn

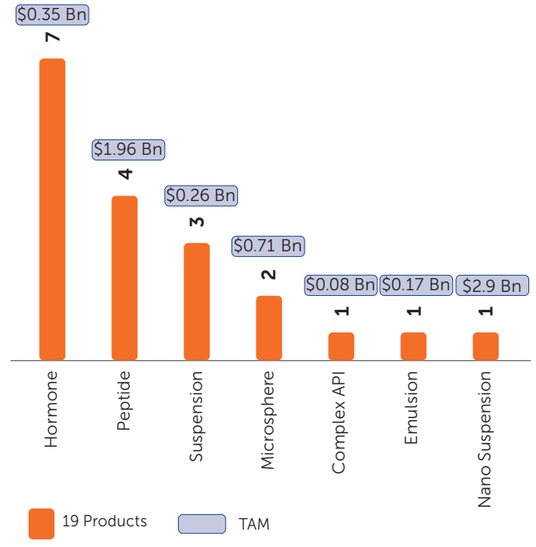


Complex injectables portfolio

We are advancing complex injectables and novel drug delivery technologies through in-house innovation and strategic co-development. Our pipeline includes 19 products—4 in collaboration—with a TAM of ~US$ 6.5 Billion. So far, we have filed 9 regulatory submissions and received 6 approvals, underscoring our focus on differentiated formulations and expanding market presence in this high-growth segment.

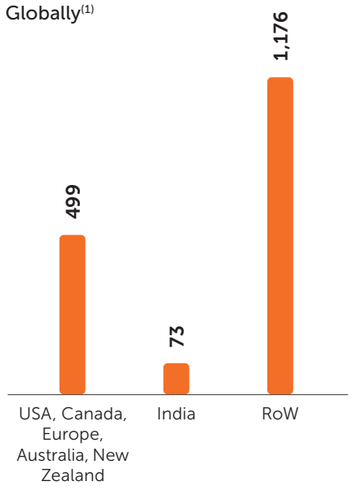
Number of products and TAM (~US$ 6.5 Bn) by classification

Total Addressable Market in US$ Bn

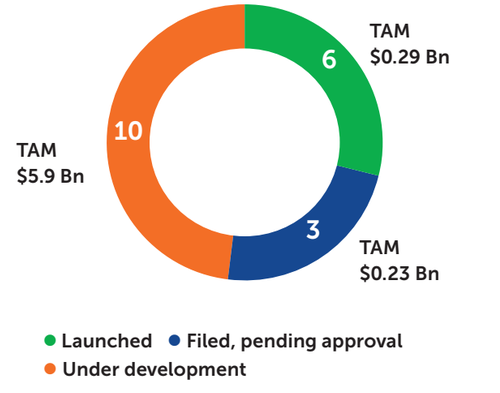


Product registrations globally

Total 1,748 Product Registrations Globally[1]



Number of products and TAM by status



Note: (1) As of March 31, 2025, refer to ANDA filings by Gland Pharma, along with partners.

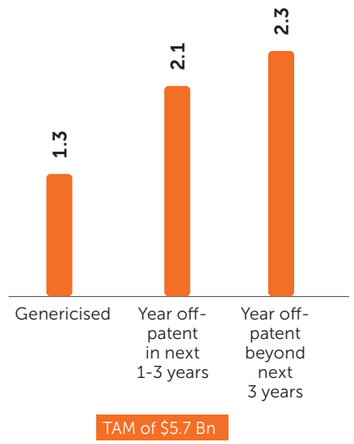
Innovation Capital

Small molecules pipeline portfolio

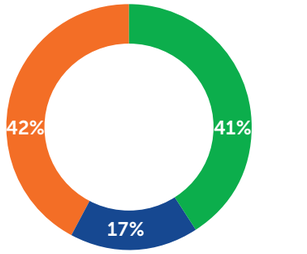
The small molecules pipeline presents a significant opportunity with a Total Addressable Market (TAM) of US$ 5.7 Billion. The portfolio spans 71 ANDAs, comprising 40 already genericised, 5 expected to go off-patent in the next 1-3 years, and 26 with longer-term potential beyond the next 3 years. This progression reflects a well-balanced pipeline strategy targeting near-, mid-, and long-term commercialisation windows. The pipeline reflects diversification across therapeutic areas such as Ophthalmology, CNS Health, and Cardiology, further strengthening medium- to long-term growth potential.

Small molecules pipeline portfolio - Innovator's year off-patent

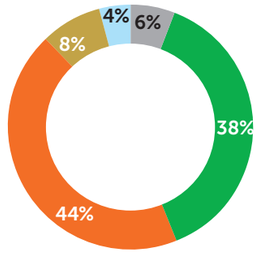
Total Addressable Market in US$ Bn



Small molecules pipeline status



- ANDA Submitted Pending Approval, 29
- Tentatively Approved, 12
- Under Development, 30



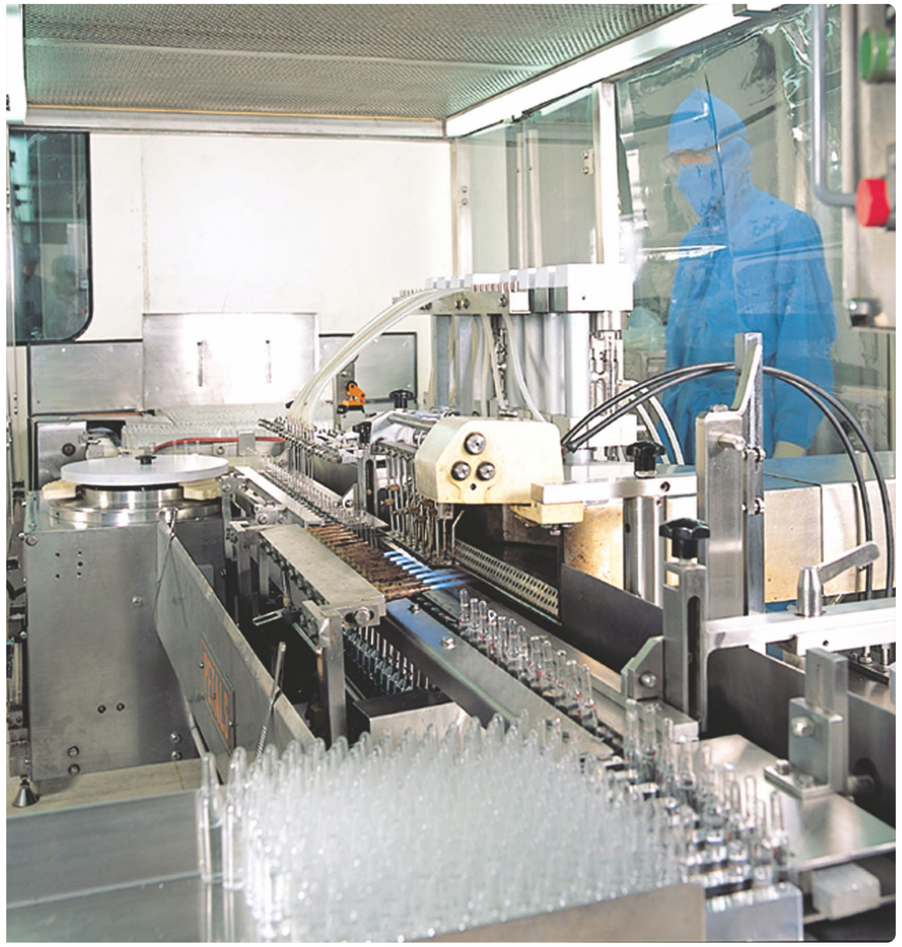
- NCE-1, 4 | PIV, 27
- PI, 31 | PII, 6 | PIII, 3

Co-development model

We are actively pursuing co-development opportunities to accelerate our pipeline and expand our portfolio. Our co-development initiatives currently encompass 15 products, including 6 under the 505(b)(2) pathway and 9 ANDA submissions. These collaborative efforts are focused on key therapeutic areas such as Immunology, Chemo-adjuvants, Mineral Supplements, Pain Management, Endocrinology, and Radiocontrast Agents, further strengthening our position in high-growth and specialty segments.

Co-development pipeline

Therapy	No. of products
Immunology	2
Chemo-adjuvants	1
Mineral supplements	1
Pain management	1
Endocrinology	3
Radiocontrast agents	7
TOTAL	**15**



Delivering regulatory excellence through strategic filings

Our regulatory strategy is comprehensive and global, enabling us to navigate diverse compliance landscapes effectively. We submit filings across multiple jurisdictions to adhere to local requirements, expand our market reach, and pursue product approvals worldwide.

Diverse therapeutic categories

We prioritise patient needs and preferences by developing and submitting filings for a wide range of drug formulations. Our portfolio includes ANDA filings across:

- Generic sterile injectable drugs (280 filings)
- Oncology drugs (53 filings)
- Ophthalmic drugs (38 filings)

Undertaking supplement filings

We adopt a proactive approach to CBE filings to maintain continuous improvement and uphold regulatory compliance. These filings allow us to implement necessary modifications in manufacturing processes, facilities, or product labelling, leading to sustained efficiency and quality enhancements.

Timely filings

We emphasise timely submission of applications to secure approval. This disciplined approach strengthens our resilience and boosts cost-effectiveness and product quality.

Right capability matrix in products and delivery systems

Focused expertise in

- NCE generics
- First-to-file generics
- 505(b)(2) filings
- Complex injectables

Expanding capabilities in

- Peptides
- Long-acting injectables
- Suspensions
- Hormonal products

Key products include

- Enoxaparin sodium
- Heparin sodium
- Rocuronium bromide
- Micafungin

Present across

- Oncology
- Ophthalmology
- Blood-related
- Neurological and central nervous system
- Pain, neuro-muscular agents and analgesics

Expanding in new delivery systems

- Pens
- Cartridges

Collaborate on co-development of targeted complex injectables with specialty pharma companies

- MAIA Pharma
- Xiromed

Innovation Capital

Progressing through next-generation technologies

Dynamic and niche technologies

We leverage advanced capabilities to tackle difficult-to-make products in our pursuit of developing complex injectables. This dynamic approach strengthens our stature as the front runner in pharmaceutical innovation.

Complex molecule characterisation

We harness top-of-the-line analytical tools to specialise in characterising complex molecules in our formulations. Given the intricate differences within these molecules, characterisation presents a significant challenge. However, our innovative approach allows us to successfully synthesise and analyse glycosaminoglycans, such as:

Heparin | Low Molecular Weight Heparins
Chondroitin Sulphate | Hyaluronic Acid
Glycosaminoglycan Drug Conjugates

Additionally, our advanced technology enables the characterisation of protein-based products, further strengthening our expertise in this domain.

Sterile API production & technology

We harness our expertise in Aseptic Processing Technology to develop sterile API solutions. This knowledge has led to the successful development of critical sterile APIs, including:

Budesonide Acetate | Paliperidone Palmitate | Aripiprazole Lauroxil

Additionally, we are focused on advancing the development and manufacturing of complex sterile APIs, including liposomal APIs and protein conjugates. Our capabilities extend to scaling up sterile API processes for commercial production.

Technology transfer capabilities

We excel in technology transfer to facilitate seamless product progression from laboratory to commercial-scale manufacturing. As a B2B partner, this expertise ensures drug quality is maintained throughout the R&D phase, adhering to stringent regulatory standards.

Our technology transfer process includes:

Identifying technical gaps in manufacturing and analytical methods | Transferring analytical methods, APIs, and finished goods through trial and submission batches | Conducting stability studies | Preparing dossier submission documents

To optimise this process, we have a focused Manufacturing Science and Technology (MSAT) function, efficiently managing the injectables technology transfer cycle.

Enhancing intellectual property and regulatory strength

We draw on our robust Research and Development (R&D) capabilities to support global regulatory filings, ensuring that our products meet the highest standards of quality and compliance across international markets. With a diverse and comprehensive product portfolio, combined with our strong regulatory expertise, we take a proactive approach in securing patents to protect our innovations throughout their entire product lifecycle.

In addition to product patents, we place significant emphasis on safeguarding the processes and equipment used in product development.

This approach not only reinforces our intellectual property (IP) portfolio but also enhances the security and value of our technological innovations.

Our dedicated regulatory teams play a crucial role in ensuring that all CBE-30 and API filings are submitted in a timely manner, further fortifying our ability to deliver high-quality, compliant pharmaceutical products. This integrated approach helps us maintain our competitive edge, ensuring that we continue to meet the evolving demands of the global pharmaceutical market.

Human Capital

Driving force behind our progress

Focus areas

- Building a future-ready team
- Driving employee engagement
- Creating a culture of continuous learning and development
- Planning for succession
- Prioritising employee health, safety, and well-being
- Advancing diversity, equity, and inclusion
- Fostering employee well-being
- Recognising and rewarding employee contributions

Strategies impacted

- S1 Base business expansion
- S2 Augmenting manufacturing capacities and capabilities
- S3 Foray into complex CDMO including biologics
- S4 Strengthening R&D and portfolio expansion
- S5 Strategic acquisitions and integration
- S6 Elevating our ESG commitments

3 GOOD HEALTH AND WELL-BEING

10 REDUCED INEQUALITIES

We believe our people – united by purpose and aligned with our values – are the true enablers of our progress. By nurturing a future-ready culture grounded in safety, equity, and inclusion, we empower individuals to lead, innovate, and thrive. At Gland Pharma, diverse voices shape collective success, accountability drives action, and collaboration unlocks new possibilities. Through this vibrant and inclusive ecosystem, we are building a resilient workforce, ever prepared to power our long-term, sustainable growth.

Talent acquisition through diverse hiring channels

We deploy a slew of recruitment channels, including walk-in drives, employment portals, employee referrals, and recruitment consultants to strengthen our talent pipeline. This multi-channel approach drives us to build a diverse, inclusive, and future-ready workplace, fostering a sense of belonging and offering ample growth opportunities for all employees to flourish professionally.

4,300+
Total workforce

34 Years
Average age of employees

788
New hires in FY 2024-25

85%
Employee retention rate

Building a future-ready team

We implement a specialised and structured talent management system that strengthens business outcomes, builds capabilities, develops scalable processes, and amplifies productivity through digital tools.

To thrive in today's dynamic business environment, we are embracing a mindset shift: prioritising our existing talent. Our talent acquisition strategy focuses on internal mobility and resource redeployment as the primary approach, minimising the need for external hiring. Our campus connect programme actively engages with top colleges to cultivate a robust pipeline of skilled professionals who will be instrumental in our future growth.

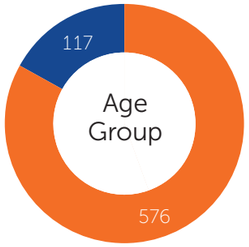
We take a holistic view on talent management, focused on fostering an agile, efficient, and purpose-driven workforce that thrives on diversity, expertise, and innovation.

Human Capital

Employees hired

Junior Management

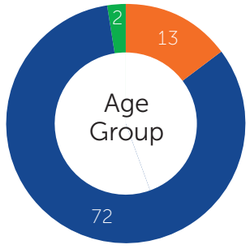
693
Total junior management



576 <30 Years | 117 30-50 Years | - >50 Years

Middle Management

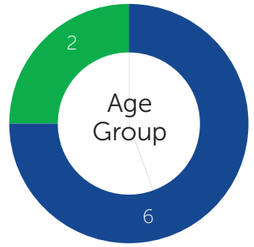
87
Total middle management



13 <30 Years | 72 30-50 Years | 2 >50 Years

Senior Management

8
Total senior management



- <30 Years | 6 30-50 Years | 2 >50 Years

589 <30 Years

195 30-50 Years

4 >50 Years

788 Total New Hires in FY 2024-25

Advancing diversity, equity, and inclusion

We embrace diversity, equity, and inclusion as foundational principles of our organisational culture. Our hiring policies encourage participation from diverse backgrounds, ethnicities, nationalities, and genders. As an equal-opportunity employer, we ensure fair compensation and career advancement based on merit and expertise. Moreover, we strive to create an inclusive work environment, where every employee's contribution is valued and respected.

561
Female employees in FY 2024-25

Driving employee engagement

We recognise that a motivated and engaged workforce is fundamental to achieving organisational excellence. To nurture a culture of belonging and collaboration, we organise various initiatives that promote talent development and cross-functional interactions at all levels.

To facilitate open communication between employees and leadership, we conduct interactive sessions, gathering insights to shape policies that enhance employee well-being.

We also foster camaraderie and inclusivity by celebrating special occasions such as birthdays, work anniversaries, and festivals. Observing key events like Women's Day and World Health Day further strengthens our resolve to advance diversity, equity, and inclusion, creating an environment where employees feel valued, supported, and empowered.

Creating a culture of continuous learning and development

We promote a culture of continuous learning by empowering employees across levels with the tools, resources, and opportunities needed to realise their full potential. Through structured training programmes, we impart the necessary skills and knowledge – aligning individual growth with broader organisational goals.

Planning for succession

We recognise that long-term business sustainability is anchored in effective succession planning. To this end, we have put in place a structured framework to identify and groom future leaders – ones who will steer the organisation through evolving business landscapes.

This forward-looking approach ensures a steady pipeline of skilled leaders, guiding us towards long-term stability, while maintaining business continuity.

Leadership Development Programme

In response to evolving industry demands, we unveiled a Leadership Development Programme to cultivate high-performance leadership capabilities. The programme focuses on appraisal, feedback, teamwork, and collaboration, providing participants with a holistic understanding of leadership principles.

840+
Employees trained in FY 2024-25

Human Capital

Prioritising employee health, safety, and well-being

We are committed to foster a strong safety culture that pivots around the health and well-being of our employees. A dedicated safety committee diligently works to identify and mitigate hazardous conditions, establishing a secure work environment.

6,849
Person-hours of EHS training in **FY 2024-25**

8,213,582
Person-hours of injury-free operations

Zero
Transport and operational facility incidents

ISO 45001:2018
Certified

Zero
Fatalities across manufacturing facilities

Safety performance

Metric	FY 2024-25	FY 2023-24
Lost Time Injuries	0	0
Lost Time Injury Frequency Rate	0	0
Total Recordable Work-Related Injuries	0	0
Fatalities	0	0
Total Person-hours Worked	**8,213,582**	**8,532,685**

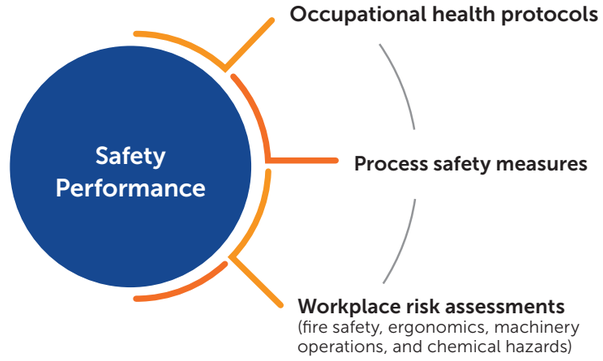
Healthcare facilities

We operate a fully equipped health centre within our premises, staffed round-the-clock by experienced doctors and paramedics. This ensures immediate medical assistance and essential health services for all employees. Additionally, we monitor industrial hygiene to maintain safe workplace practices.

Safety performance

We uphold the highest safety standards through a rigorous incident reporting framework that ensures thorough investigations of all accidents and near-miss events. Our Occupational Health Centre continuously monitors incidents and facilitates prompt corrective actions to prevent recurrence. Regular safety audits and management reviews allow us to identify potential risks and implement necessary precautions to safeguard our workforce.

By analysing safety data, we promote positive safety behaviours, raise risk awareness, and proactively mitigate workplace hazards. Our comprehensive safety policy is aligned with global safety regulations and best practices, and it is regularly reviewed and refined based on continuous feedback. The policy covers critical aspects such as:



We integrate dedicated wellness programmes across offices and facilities to safeguard employees, subcontractors, and stakeholders. We conduct:

- Internal training, refresher courses, and shop floor sessions
- Regular emergency preparedness drills
- Inspections of fire-fighting equipment, alarm systems, and respiratory protection measures

By fostering a culture of awareness, prevention, and safety ownership, we ensure a secure and hazard-free workplace.

Fostering employee well-being

We prioritise the holistic well-being of our employees, recognising that a healthy and engaged workforce is essential for sustained success. We encourage active participation in wellness programmes that promote physical fitness, mental health, and work-life balance. Through structured initiatives such as health check-ups, stress management workshops, fitness activities, and community engagement programmes, we create an environment where employees feel supported both personally and professionally.

Recognising and rewarding employee contributions

We actively celebrate employee achievements through structured rewards and recognition programmes designed to acknowledge outstanding contributions, innovation, and commitment. By fostering a culture of appreciation and continuous encouragement, we inspire high performance, excellence, and a sense of belonging. These initiatives not only motivate individuals but also strengthen teamwork, boost morale, and reinforce our shared vision of growth and success.

585
Employees rewarded during the fiscal year

Social Capital

Driving change through empowerment

Focus areas

- Driving educational empowerment
- Promoting healthcare and community development
- Undertaking community development, environment protection, wildlife conservation

Strategies impacted

- S6 Elevating our ESG commitments

We prioritise Corporate Social Responsibility (CSR) with intent and impact, ensuring our efforts create meaningful and lasting changes in communities. Every initiative is purposefully aligned with one or more United Nations Sustainable Development Goals (SDGs), reaffirming our commitment to global sustainability imperatives.

Driving educational empowerment

We are firm in our conviction to enhance access to quality education by integrating learning solutions and imparting life skills education to empower young minds. Our initiatives also include support for infrastructure development aimed at improving the overall educational ecosystem in the areas we operate.

Developing infrastructure in government schools

We dive deep into infrastructure development and renovation projects in government schools to create conducive learning environments for students. Our key initiatives include the construction of additional classrooms, staff rooms, laboratories, dining halls, kitchens for mid-day meal preparation, storage facilities, assembly stages, toilets, drinking water facilities, compound walls, teaching boards, chairs, dual desks, and dining tables.

In FY 2024-25, we successfully completed the construction of new buildings for three government schools. Construction of new buildings for three schools, two junior colleges, and one degree college was in-progress during the year.

₹134 Mn
Amount spent in FY 2024-25

9
Government schools developed/work-in-progress in FY 2024-25

25
Government schools developed/work-in-progress to date

9,042
Students benefitted (including a school run by an orphanage)

Social Capital

Free breakfast for government school children

In November 2019, we pioneered a 'Free Breakfast' programme for children of select government schools in Hyderabad and Visakhapatnam. Since then, the Company has expanded its reach, serving 3.04 Million meals to nearly 16,000 children in 88 government schools across the two cities in FY 2024-25. In addition, it served about 300 preschool children, pregnant women, and lactating mothers in six 'Anganwadi Centres' in Hyderabad. Most students attending government schools hail from economically disadvantaged backgrounds. Their parents are often migrant workers who leave early in the morning for work, leaving their children underfed or hungry. With a nutritious breakfast provided through our implementing partner, they begin their school day on a brighter note, with full stomachs.

This innovative project has won wide acclaim from the teaching community, government authorities, students, and their parents. They commend this initiative for improving children's physical and mental health, supporting their growth, and enhancing cognitive skills, concentration, academic performance, and attendance levels. It has also helped reduce nutritional deficiencies among beneficiaries at the Anganwadi Centres.

9.70+ Mn
Total meals served since November 2019

3.04 Mn
Meals served in FY 2024-25

₹43.76+ Mn
Amount spent in FY 2024-25

16,000
School students benefitted in FY 2024-25

300
Pre-school children/pregnant women/ lactating mothers benefitted in FY 2024-25

Enhancing 'STEM' learning in government high schools

In association with an NGO, we implemented a special 'Lab In-a-Box' kit in 100 government high schools to provide experiential STEM learning to underprivileged students. Comprising 340 Science and Math experiments, the kit offers hands-on learning opportunities and helped develop problem-solving and creative thinking skills essential for their future vocational pursuits.

Other activities like 'Scientific Rangoli,' 'Creative Fair,' and the 'Social Innovation Challenge' enabled students to apply their learning and devise solutions to real-life issues such as water and environmental conservation. A 'Nature Lab' further enhanced their understanding of Science and Math concepts through experiments related to finance, ecosystems, food, and nutrition.

23,000
Students benefitted in FY 2024-25

'Vidya Volunteers' for understaffed government schools

We enhanced our commitment to education by sponsoring nearly 110 'Vidya Volunteers' and other support staff across approximately 50 severely understaffed government schools, thereby supporting the delivery of quality education to students.

₹10.85 Mn
Amount spent in FY 2024-25

Strengthening foundational learning in government primary schools

During FY 2024-25, we worked on enabling students of 31 government primary schools to attain 'Foundational Literacy and Numeracy' by empowering them and their teachers through a special model that:

i) Built the capacity of teachers

ii) Used remedial curriculum to improve learning outcomes

iii) Effectively engaged parents

Emphasis was laid on:

i) Stability and levelling up of teachers through orientation sessions

ii) Material support in classrooms

iii) Learning sessions on content and pedagogy

iv) Tracking student learning progress

v) Parent engagement through PTMs and learning showcases

vi) Customised data dashboards on student learning and teacher performance

3,475
Students benefitted in FY 2024-25

Educating urban slum children

During the year, we worked with an NGO to operate 11 'My Abhyasa Centres' for children in a Hyderabad slum, aiming to enhance their functional literacy. The initiative focused on enrolment and attendance tracking for Grade 1-6 students, performance evaluations, learning Math, EVS, and Telugu, while implementing bridge courses to elevate students to their respective grade levels. We also encouraged parental involvement, facilitated access to government welfare schemes, and provided skill development opportunities for unemployed youth.

270
Students benefitted in FY 2024-25

Social Capital

Educating children from tribal communities

Working with an NGO in three tribal districts of Telangana, we operated 116 'Ekal Vidyalayas' (single-teacher schools) that offered non-formal education to children in remote tribal areas. Locally selected individuals who had completed at least Class X were trained and equipped with teaching skills, educational materials, and medical kits to assist community members. The project aimed to inspire children to enroll in regular schools.

We also provided funding support to another NGO to help it run six hostels for underprivileged tribal children in the Eastern Ghats forests of Andhra Pradesh, offering them education, basic computer skills, as well as sports and other extracurricular activities.

2,102
Students benefitted in FY 2024-25

Other educational initiatives

We extend education sponsorship to orphanages and vulnerable children, including those from marginalised backgrounds, rag-picking communities, and migrant families, by providing them with education, shelter, food, and healthcare.

₹14 Mn
Amount spent on other activities promoting education in FY 2024-25

Promoting healthcare and community development

We are dedicated to expanding healthcare accessibility and improving outcomes through targeted initiatives that uplift underserved communities. We focus on strengthening public health infrastructure and delivering essential medical services, ensuring that affordable primary and secondary care reaches those who need it most.

Making underprivileged children healthier

Socio-economically disadvantaged children are often unable to perform well academically due to malnutrition and unhealthy lifestyle practices. To address this issue, we implemented a 'Comprehensive Health Plan' for 1,795 girls from four Tribal Welfare Residential Junior Colleges. After being screened for nutritional deficiencies, they were counselled by healthcare professionals and provided with appropriate treatment and supplementation. The project significantly enhanced the children's physical and cognitive development, thereby improving their overall well-being and academic performance.

1,795
Children benefitted in FY 2024-25

6,355
Children benefitted since FY 2021-22

Strengthening medical infrastructure in government hospitals

We donated comprehensive app-based training manikin sets to the government colleges of nursing in Kurnool and Guntur, aimed at enhancing the quality of medical training facilities. We also contributed fogging machines to control vector-borne diseases among vulnerable communities in Visakhapatnam District, Andhra Pradesh. Additionally, we provided a 'Visual Field Analyser' (for the detection and treatment of glaucoma) to a charitable eye hospital in Hyderabad, enabling it to better serve the poor and needy.

₹22 Mn
Spent on health initiatives in FY 2024-25

Safe drinking water facilities

We have installed RO water purification plants in two villages near the Dundigal facility, providing safe drinking water to approximately 4,000 people, with an outlay of ₹7 Million.

4,000+
Beneficiary to potable water

Social Capital

Undertaking community development, environment protection, wildlife conservation

We are actively restoring critical wildlife habitats in and around the Kawal Tiger Reserve (KTR), Telangana, through community-based solutions. Our goal is to establish a viable meta-population of tigers by increasing the green cover in tiger habitats, contributing to biodiversity conservation and ecological balance.

Our efforts

(during FY 2024-25 - from October 2022 to March 2025)

9,951 km/19,061 km
Total length of foot patrols (for anti-poaching and tiger monitoring)

1,880/3,188
Total patrols across the corridors

1,823 km/2,923 km
Total walking efforts on 'Line Transects'

80
'Line Transects' (4 km each) for prey monitoring

1,771/4,175
Total number of snares / traps removed

146/269
Number of live-wire sites reported

9
Number of tigers monitored in KTR in FY 2024-25

2,254 sq. km.
Area covered under 'Tiger Occupancy Survey' in KTR in FY 2024-25 (walking 558 km)

Reviving tiger population and habitat in Kawal Tiger Reserve

Tigers in India continue to be threatened, with viable populations concentrated in small, isolated pockets facing constant threats from prey depletion and habitat fragmentation. While some reserves have seen a rise in tiger populations, their capacity to sustain further growth is coming under stress. Human-animal conflicts near these protected areas, including threats to human life and damage to crops and livestock, present serious challenges.

KTR in northern Telangana is still not colonised by tigers, owing to lack of adequate prey, degradation of forests, human encroachment, poaching / illegal tree felling, and habitat loss. Pesticide-dependent seasonal crops are grown on forest lands given as pattas to the locals by the government. After the cropping period, the lands are left fallow, causing soil erosion due to wind and weather.

Agroforestry outside the forests (in public / institutional land) would reduce the pressure on natural forests. Sustained motivation is required to persuade the communities to utilise their private / patta lands to grow fruiting trees instead of seasonal crops and take up sustainable / eco-friendly practices.

Working with the Forest Department and other government agencies / NGOs, we are looking to achieve a viable meta-population of tigers in KTR by improving its green cover and increasing the tiger's prey population. Various measures have been taken to promote agroforestry, conserve wildlife, engage local communities, safeguard tiger corridors, and ensure biodiversity preservation.

In collaboration with the Hyderabad Tiger Conservation Society (HyTiCoS), our project aims to strengthen tiger conservation efforts while supporting local communities.

Our project strives to:

i) Assess restoration opportunities

ii) Restore degraded forests and promote agroforestry in community lands

iii) Reduce dependency on forests by developing woodlots / fodder in private lands and growing bio-fence hedges for them

iv) Document the distribution / dispersal of potential tiger corridors through citizen science networks and occupancy surveys

v) Promote anti-poaching awareness

vi) Emphasise tiger surveys

vii) Build the local communities' capacity in alternative livelihoods, identify relevant schemes, and provide market linkages

The project will also:

i) Benefit the local inhabitants by creating various other livelihood options and reduce their dependence on forests

ii) Enrich biodiversity by increasing the population of the tiger's prey / other wild animals, reduce climate change, and benefit all living beings

Key activities undertaken

Agro-forestry and re-forestation

- We reduced the locals' dependency on forests by creating additional income for them through the cultivation of fruit orchards in over 640 acres of private land. Each acre was planted with 80 high-yielding mango and other fruit-bearing trees. Since fruit harvesting takes place only for 2-3 months in a year, wildlife could move freely on the forest fringes during the remaining period
- We developed woodlots and fodder plots, along with protective bio-fence 'karonda' hedges
- We distributed earthen pots to farmers, enabling water to drip slowly into the soil and ensuring sapling survival during dry periods
- We placed tree guards around saplings, draped in old sarees collected from local households and stitched by women trained in our tailoring workshops. This eliminated the need for costlier, environment-unfriendly plastic covers

During the year under review, 3,000 such tree guards were stitched and distributed to farmers at approximately 10% of the cost of plastic ones.

- Inspired by our efforts, other locals voluntarily offered their land for planting fruiting trees
- We assisted local farmers in setting up vermicompost units to generate additional income
- We constructed five rock-fill dams and two check-dams in FY 2023-24, which significantly slowed rainwater runoff and created large reservoirs that provided summer water for wildlife and livestock, regreened degraded forest land, improved groundwater recharge for agriculture, and attracted prey animals. During the year, we also cleared 30 acres of land around the check-dam to increase water storage capacity. Local tribal women were engaged for this work, complementing their household incomes

Social Capital

Gland Pharma Limited won the '**Best Wildlife Protection Initiative of the Year – 2024'** at the Indian CSR Awards 2024.

Tiger monitoring, anti-poaching and prey monitoring

- We documented tiger corridors through 'citizen science' networks and 'SMART' patrols. We also supported government forest staff in monitoring individual tigers using indirect signs, camera traps, and information gathered from livestock herders
- During FY 2024-25, our teams monitored nine tigers across seven districts of northern Telangana. In addition to tiger monitoring and anti-poaching activities, we conducted a tiger survey in Kawal Tiger Reserve, covering a forest area of 2,254 sq. km., walking 558 km
- We removed several snares and traps and reported electrocution sites, thereby rescuing numerous animals and birds
- We trained government forest staff in ecological monitoring techniques, livestock compensation schemes, legal frameworks, and wildlife crime detection
- We monitored tiger prey populations using multiple 4 km-long Line Transect (LT) surveys

Alternative livelihood

- We provided alternative livelihood opportunities to the local communities by training them in bamboo handicrafts and tailoring-cum-embroidery. We also engaged with government authorities to explore schemes and marketing avenues for their products
- The Kolam tribals from the remote Mangi Kollamguda hamlet, who received bamboo crafting training, successfully created bamboo products and sold them at an annual exhibition held in Hyderabad—marking the first time in the history of these tribal villages that their products were sold outside their local communities
- We conducted three tailoring workshops and trained 50 women, along with one embroidery workshop that trained 20 women in villages near the Kawal Tiger Reserve

Eco-tourism

- We also planned to encourage tribal art and trained individuals as nature guides for the tourism industry, hospitality, cooking, and driving. Some were already employed in tiger and prey-base monitoring activities
- We are developing community-based eco-tourism by setting up homestays at Gundala Waterfalls in Telangana. This initiative will enable locals to become tourist guides on nature trails around hill streams, waterfalls, valleys, and sites of historical and cultural significance. It also showcases the region's rich biodiversity, traditional customs, and local cuisine, while promoting ecological preservation, sustainable development, and reducing environmental damage, illegal hunting, and timber smuggling

Relocation support

- To reduce human-wildlife conflict and ensure the safety of both villagers and wildlife, the government has relocated inhabitants of two villages in KTR's core area to an alternate site and given them compensatory land / housing / other basic amenities
- We levelled 112 acres of their compensatory land by clearing boulders and enriching the soil to make it cultivable. This initiative enabled the relocated villagers to take up agriculture and discouraged them from returning to the forests for poaching or tree felling
- We also provided three drinking water plants to the relocation village, along with saplings and chickens for backyard farming and poultry to 94 families, helping them supplement their income

These initiatives served as a model to encourage more villagers to voluntarily relocate, promoting harmonious coexistence between human communities and wildlife habitats in this ecologically sensitive region.

Human-wildlife conflict

Our teams in Kawal Tiger Reserve and its corridors continuously monitored two tigers that had entered areas near the hamlets. We raised awareness among the tribal villages and hamlets about the precautions to avoid human-wildlife conflict. We also distributed face masks to be worn on the back of the head while working in the fields as a preventive measure.

Our teams successfully convinced the tribal communities not to retaliate in cases of cattle kills by tigers and assisted them in securing compensation from the Forest Department.

In FY 2024-25, our Company, in collaboration with HyTiCoS, extended tiger and prey-base monitoring to the Amrabad Tiger Reserve and its fringes in Telangana.

Plantation dashboard

337 acres	641 acres	44,870
Total acreage for agroforestry in FY 2024-25	Total acreage for agroforestry upto FY 2024-25	Total trees planted up to FY 2024-25

Other initiatives

As part of our continued support to the Nehru Zoological Park in Hyderabad, we funded the installation of an RO water plant to provide safe drinking water for Zoo visitors.

Gland Pharma, in collaboration with the Telangana Forest Department and HyTiCoS, celebrated World Tiger Day 2025 at KBR National Park in Hyderabad. The event saw participation from over 800 students representing 15 schools. Through parallel programmes conducted in government-run schools in Amrabad and Jannaram, we created awareness among students by screening documentaries on tigers and designing engaging games and activities. These efforts helped young minds understand the challenges faced by tigers in the wild and the importance of protecting tigers and other wildlife.

Our CSR initiatives in FY 2024-25 received national recognition for their innovation and impact:

- **Won the World HRD Congress National Awards for CSR Excellence in 'Education' and 'Environment' in 2024**
- **Received the Best Wildlife Protection Initiative of the Year - 2024 at the Indian CSR Awards by Brand Honchos Corporate Media House, for our wildlife protection and environmental conservation efforts**
- **Won the award for Education Support Initiatives of the Year - 2025 at the Global CSR & ESG Awards, by Brand Honchos, for our education support programmes**

These accolades reaffirmed our commitment to inclusive, sustainable development and responsible corporate citizenship.

Relationship Capital

Propelling through stronger engagements

Focus areas

- Engaging with government and regulatory bodies
- Delivering excellence to B2B and B2C customers
- Strengthening business partnerships with supply chain partners
- Engaging with investors

Strategies impacted

- S6 Elevating our ESG commitments

8 DECENT WORK AND ECONOMIC GROWTH

17 PARTNERSHIPS FOR THE GOALS

By actively addressing our stakeholders' evolving needs and concerns, we collaboratively shape a future grounded in a shared vision. Integrating their feedback allows us to refine our objectives, ensuring continued relevance and significant impact. This inclusive method promotes sustainable growth, cultivates trust, and generates substantial value throughout our ecosystem.

Engaging with government and regulatory bodies

We continue to foster mutually beneficial relationships with government entities and regulatory agencies across various regions. Our engagement extends beyond compliance as we proactively adhere to legal guidelines and regulatory norms, ensuring credibility and trust in all our interactions. By participating in regulatory discussions, we contribute to the evolution of industry frameworks through constructive dialogue and collaboration.

Delivering excellence to B2B and B2C partners

We prioritise a customer-first approach, backed by a diversified product portfolio that exceeds industry standards in quality and regulatory compliance. By consistently meeting stringent norms, we drive sustainable growth and reinforce our reputation for excellence.

Beyond product quality, we emphasise transparent and effective communication. By providing clear and accurate information on product usage, safety, and compliance, we ensure customer confidence. By fostering trust and accountability, we build long-term relationships and reaffirm our commitment to patient well-being and safety.

Strengthening business partnerships with our supply chain partners

We attribute our success to strong, enduring partnerships with vendors, suppliers, and other stakeholders. These collaborations ensure the efficiency of our supply chain and enable the timely delivery of high-quality products to customers.

We uphold the principles of fair business practices, integrity, and transparency in all our dealings. By fostering ethical and trust-based relationships, we maximise stakeholder value and nurture an environment of mutual respect.

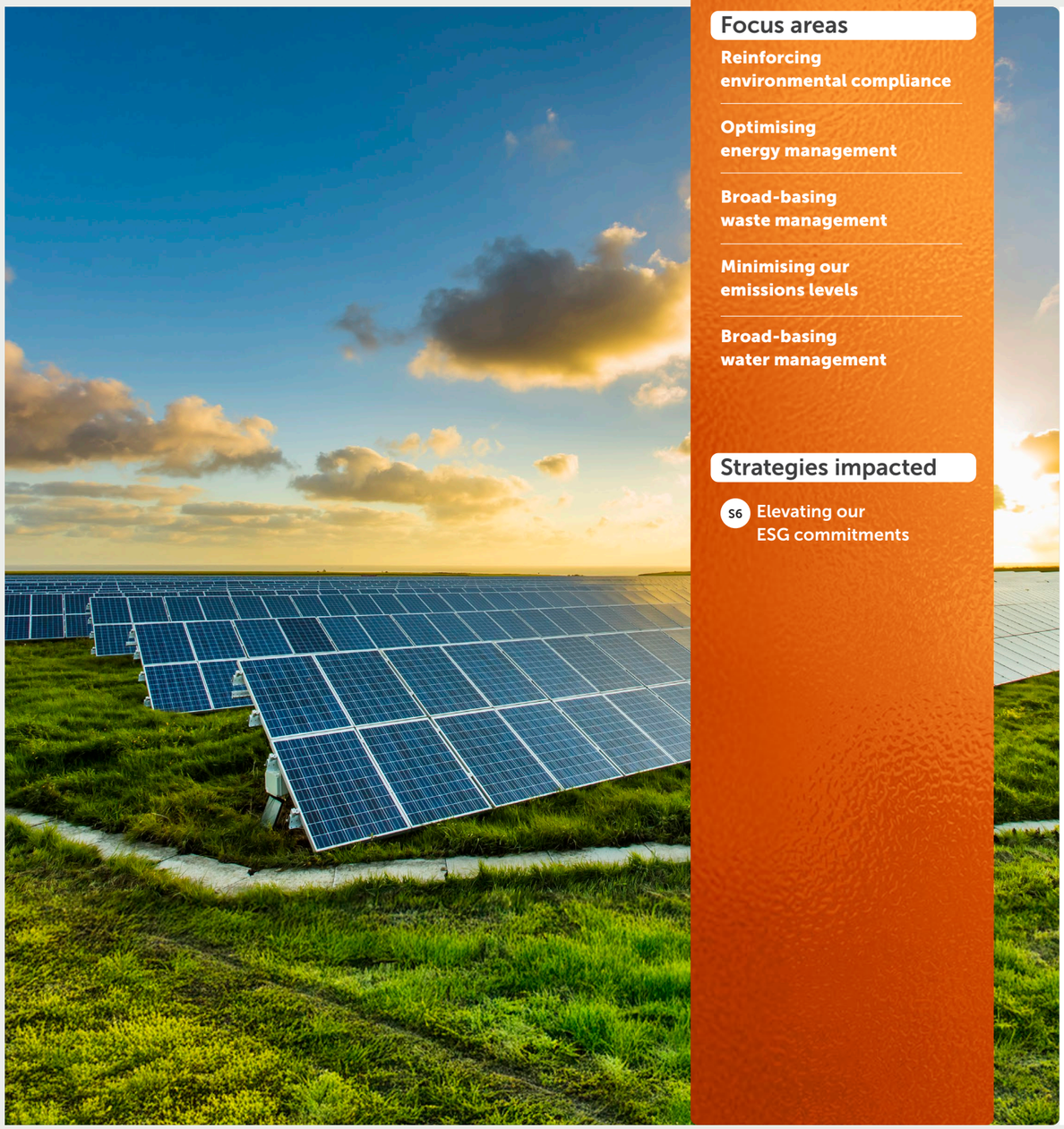
Fostering transparent and sustainable investor engagement

We prioritise continuous and transparent engagement with our investors. Regular interactions enable us to gather valuable feedback, address concerns, and respond proactively to stakeholder expectations.

Driven by the confidence our investors place in our long-term growth potential, we continue to operate with highest standards of ethics, accountability, and transparency. We are committed to maximising returns on investment through sustainable and responsible business practices. By keeping our investors informed about strategies, performance, and future prospects, we aim to enhance shareholder value and long-term financial growth.

Natural Capital

Sustaining growth with responsibility



Focus areas

- Reinforcing environmental compliance
- Optimising energy management
- Broad-basing waste management
- Minimising our emissions levels
- Broad-basing water management

Strategies impacted

- S6 Elevating our ESG commitments

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

We are expanding our scale and impact in environmental sustainability, guided by a clear purpose to deliver lasting value to our stakeholders. With bold targets ahead, we are working towards carbon neutrality, embedding circular economy principles into our water and waste management systems – in process, setting new standards for industry-wide sustainability. By combining innovation with accountability, we are striving to ensure that progress and planet propel together through sustainable endeavours.

Reinforcing environmental compliance

We integrate globally benchmarked environmental standards across all our manufacturing facilities and offices, promoting responsible and sustainable operations in full compliance with regulatory guidelines.

A significant milestone in our environmental stewardship is the transition from furnace oil to piped natural gas (PNG) as boiler fuel. This strategic shift has significantly reduced stack emissions and CO_2 output, reaffirming our stand on environmental conservation and cleaner operations.

We are pleased to report on the successful implementation of PNG fuel at our Dundigal and Pashamylaram facilities, with our VSEZ plant set to follow. This landmark development emphasises our proactive approach to minimising environmental footprints and fostering sustainable industrial practices.

Natural Capital

Energy conservation

We aim to drive energy conservation across our operations by adopting renewable energy sources and investing in energy-efficient technologies. With these initiatives, we significantly reduce our carbon footprint and fortify operational resilience against energy price fluctuations – further strengthening our commitment to environmental stewardship.

We have integrated solar energy through rooftop installations with a combined capacity of 2.8 MW across our corporate office, R&D centre, and manufacturing sites in Dundigal, Pashamylaram, and Shamirpet. Additionally, we are planning to extend solar installations at our VSEZ and JNPC facilities in Visakhapatnam, Andhra Pradesh.

95.15 GWh
Total energy consumed in FY 2024-25

13.08%
Energy conserved in FY 2024-25

3.54%
Additional energy derived from renewable sources in FY 2024-25

Optimising energy management

We recognise the critical link between energy consumption, greenhouse gas emissions, and operational costs, and are committed to implementing energy-efficient solutions to bolster our sustainability agenda. Through strategic energy conservation measures, increased reliance on renewable sources, and optimised operational efficiencies, we strive to lower emissions, enhance energy security, and mitigate environmental impact, fast tracking our preparedness for a more sustainable future.

Broad-basing waste management

We are committed to minimising waste generation, while promoting resource reuse and recycling. As a responsible corporate entity, we adhere to industry best practices, prioritising environmentally friendly disposal methods that comply with regulatory standards.

1,746.47 MT
Waste utilised in FY 2024-25

294.9 MT
Waste safely disposed of in FY 2024-25

Collaboration for efficient waste management

We focus on effectively managing biomedical waste, while adeptly handling other waste streams generated by our operations. By collaborating with pioneering organisations, like Ramky Group (Re Sustainability) and Global Green Growth Power & Environmental Infrastructure Limited (GGGPEIL)'s Treatment, Storage, and Disposal Facilities (TSDF), we ensure the safe disposal of e-waste, expired chemicals, solid drug batches, and other materials.

Our waste management practices include:

- Incineration of STP sludge and spent solvents
- Crushing of non-compliant drug batches using glass crushers
- Recycling initiatives, such as repurposing broken glass and packaging waste

The liquid effluent generated in these processes undergoes pre-treatment before being sent to the Common Effluent Treatment Plant (CETP) for further processing. These measures reduce environmental impact and foster a more sustainable future for our communities.

Minimising our emissions levels

We are actively transitioning away from fossil fuels and increasing reliance on low-carbon energy sources. By reducing our dependency on fossil fuels, we significantly cut greenhouse gas emissions and minimise air pollution.

To ensure compliance with environmental regulations, we implement stringent air quality monitoring across our manufacturing sites. Additionally, we have adopted sustainable transportation solutions, incorporating electric vehicles for material transport, further reducing our carbon footprint.

By maximising use of PNG instead of furnace oil and HSD, we have significantly reduced emissions, while optimising steam generation efficiency.

Key achievements in FY 2024-25

11.17%
Reduction in Scope 1 CO_2 emissions

80.7%
Fall in furnace oil usage for steam generation

24.08%
Decline in high-speed diesel (HSD) consumption for steam generation

33.9%
Increase in piped natural gas (PNG) usage for steam generation

Broad-basing water management

We recognise water as a finite and vital resource, and we are committed to managing it responsibly through our operations. Given our substantial water requirements, we prioritise conservation, efficiency, and reuse to reduce overall consumption and safeguard long-term water sustainability.

To optimise water usage, we have implemented:

- Stringent monitoring mechanisms to track and reduce wastage
- Float valves and automatic tap sensors to prevent unnecessary consumption
- Timers for domestic water pumps to optimise usage

We have invested in effluent and sewage treatment units to recycle wastewater at our manufacturing facilities, significantly reducing our environmental impact. Additionally, enhancements in raw water subterranean storage have led to substantial water savings.

In alignment with our sustainability goals, we have introduced innovative water reuse solutions, including:

- Utilising recycled wastewater in cooling towers
- Reusing boiler steam condensate water as boiler feed water, supporting circular economy practices

32.70%
Water recycled in FY 2024-25

16.77%
Water reused in FY 2024-25

06

Governance and Risk

100 Governance

102 Risk Management

Our approach to business is guided by integrity, clear accountability, and a commitment to transparency. We place strong emphasis on ethical practices, respect the interests of all stakeholders, and consistently strive for excellence across every facet of our operations.

Governance

Prioritising robust governance practices

We lead with integrity, guided by a corporate governance philosophy that places fairness and transparency at its core. Our actions are shaped by principles that go beyond compliance – they reflect a deep-rooted commitment to ethical responsibility. From strategic oversight to fiscal discipline, every decision is anchored in a clear sense of right and wrong. By holding ourselves accountable to all stakeholders including, regulators, employees, customers, suppliers, service providers, investors, and society, we foster a culture where trust shapes actions and values steer our journey forward.

Board diversity

We have a diverse Board of Directors, with ideal mix of Independent and Non-Independent Directors.

1	3	4
Executive Director	Non-Executive Directors	Independent Directors

We view corporate governance as the art of balancing economic performance with social responsibility, aligning individual aspirations with collective goals. We are committed to long-term value creation by upholding the highest standards of integrity, social responsibility, environmental stewardship, and regulatory compliance.

To institutionalise good governance as a way of life, we have established a robust foundation comprising:

- A Board of Directors with a diverse mix of experts known for their eminence and integrity
- A core leadership team of experienced professionals driving strategic and operational excellence
- Best-in-class systems, processes, and technologies to ensure seamless governance and efficiency

By embedding these principles into our corporate framework, we strive to build a sustainable, responsible, and high-performing organisation that benefits all stakeholders.

Governance dashboard

31+	91%	94%
Average experience of Directors	Board meeting attendance	Committee meeting attendance

Board expertise

Our Board of Directors exemplifies corporate governance excellence, blending wealth of experience with strategic foresight. Comprising distinguished professionals from diverse domains, the Board brings together a broad spectrum of expertise essential for steering the organisation towards its long-term objectives.

With collective proficiency spanning Global Economics, Corporate Governance, General Management, Human Resources, Leadership, Pharmaceuticals, Science and Technology, Information Technology, Finance & Accounts, Manufacturing, Quality & Supply Chain, Sales, Marketing, M&A, and Business Development, the Board ensures well-rounded oversight and informed decision-making.

Meeting at least quarterly, the Board rigorously reviews our Company's performance, providing strategic direction and critical guidance to drive sustainable growth and operational excellence.

Governance framework

Board of Directors

A balanced Board comprising 8 members, of which 4 are Independent Directors

Board Committees

Assist the Board in driving our Company's performance

Audit Committee	Nomination and Remuneration Committee	Risk Management Committee
Stakeholders Relationship Committee and Share Transfer Committee	Corporate Social Responsibility Committee	ESOP Compensation Committee

Compliance and ethics

We are committed to conduct our business ethically, responsibly, and in full compliance with the laws and regulations of every region in which we operate. Upholding the highest standards of integrity, we do not encourage deviations from established laws, codes of conduct, or internal policies. Our leadership is deeply committed to compliance, with senior executives playing a pivotal role in fostering a culture of ethical governance.

Human rights and dignity form the core of our ethical business framework. We take pride in maintaining a spotless compliance record, with no significant fines or sanctions for non-compliance with environmental, social, local, or national laws. Our commitment to responsible business practices strengthens trust with all stakeholders and reinforces our reputation as a company that values integrity at every level.

Governance policies

We are guided by a comprehensive framework of policies and codes. These policies ensure compliance, accountability, and responsible corporate conduct across all levels of the organisation. Our key governance policies include:

- Policy for Materiality and Disclosure
- Policy on Related Party Transactions
- Policy on Familiarisation Programme for Independent Directors
- Board Diversity Policy
- Code of Conduct for Board of Directors and Senior Management
- Policy on Succession Planning for Board and Senior Management
- Nomination and Remuneration Policy
- Dividend Distribution Policy
- Prohibition of Insider Trading Policy
- Policy for Evaluation of Independent Directors and Directors
- Policy for Determining 'Material' Subsidiaries
- Whistle Blower Policy

For detailed information on these policies, please visit our website: www.glandpharma.com.

Risk Management

Leveraging holistic risk management

We strategically manage a diverse product portfolio and operate globally, tackling the complexities of the pharmaceutical industry with agility and foresight. At Gland Pharma, we leverage a comprehensive Risk Management Policy to safeguard our future. Our approach to risk identification and mitigation processes is closely aligned with our business objectives, regulatory landscape, industry trends, and stakeholder expectations, ensuring that we remain resilient and poised for sustainable growth in an ever-evolving landscape.

To enhance risk responsiveness, we have implemented a structured framework that identifies potential risks, evaluates their impact, and develops mitigation strategies. Additionally, we undertake sustained monitoring of high-impact risks to safeguard business continuity.

Risk identification and management at Gland Pharma

Comprehensive risk identification:
We identify risks across various domains, including regulatory compliance, financial stability, technology, supply chain, operational efficiency, business continuity, and environmental sustainability.

Robust monitoring mechanism:
We incorporate Risk Management Committees (RMCs) in our risk management framework to ensure structured review and seamless monitoring of current and emerging risks.

Continuous learning and improvement:
We blend the insights from risk mitigation processes into our risk management system to promote functional learning and enhance overall risk resilience.

Risk mitigation and progress tracking:
We deploy risk mitigation measures to assess and track the implementation of risk management actions.

Systematic risk mapping:
We integrate identified risks and mitigation strategies into our internal systems with assigned responsibilities and timelines to achieve risk-reduction objectives.

Designated risk ownership:
We appoint risk owners and domain champions responsible for assessing and structuring mitigation plans for identified risks.

Comprehensive risk register

We maintain a centralised risk register that consolidates all identified risks, their mitigation strategies, and status updates for proactive decision-making.In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), we have established a Board Risk Management Committee (RMC), comprising four members (three Directors and one KMP), out of which Ms. Naina Lal Kidwai, the Chairperson of the Committee is an Independent Director. Mr. Srinivas Sadu, Executive Chairman, Dr. Jia Ai Zhang, Non-Executive Director and Mr. Ravi Shekhar Mitra, CFO are the members of the Committee. The RMC convened two (2) times in FY 2024-25 to review critical risks, which are also monitored at the organisational level. Additionally, we discuss and implement corrective actions and revise mitigation plans as needed.

Key risks and their mitigation measures

Financial Risk

Financial stability and profitability may be impacted due to market volatility or operational inefficiencies.

Mitigation

We maintain a diversified product portfolio and a robust financial control system. Our strong balance sheet with ample cash reserves supports working capital needs, ensuring financial resilience at a macro level.

Regulatory Risk

Changes in regulations, compliance requirements, and government policies could impact operations.

Mitigation

We implement a rigorous compliance programme, coupled with regular internal audits to foster a compliance-driven culture. Our manufacturing facilities adhere to regulatory guidelines and industry best practices.

Environment, Health, and Safety (EHS) Risk

Handling hazardous substances may endanger both employee safety and the environment.

Mitigation

We uphold the highest standards of employee and environmental safety by implementing stringent safety protocols, conducting comprehensive training, and performing regular risk assessments and inspections.

Competition Risk

The pharmaceutical industry is highly competitive, marked by pricing pressures, frequent product launches, and continuous innovation. The entry of new players and the increasing pace of complex generic and biosimilar filings intensify market dynamics.

Mitigation

To stay ahead, we invest consistently in R&D to advance our product pipeline, while strategic collaborations with global pharmaceutical leaders keep us at the forefront of innovation. Our well-established geographic footprint and cost-competitive manufacturing strengthen our ability to maintain and grow market share.

Supply Chain Risk

Disruptions in raw material sourcing and product distribution due to tariff changes, geopolitical shifts, or logistics constraints may impact cost, lead time, and delivery commitments.

Mitigation

We conduct regular risk assessments that classify materials by tariff exposure and regional dependency, allowing us to proactively manage vulnerabilities. For high-risk categories, we maintain buffer inventories and engage with multiple suppliers to ensure continuity. Our supply chain is digitally integrated to enable real-time monitoring and faster response to potential disruptions. We are pursuing backward integration to strengthen control over key inputs.

Technology Risk

Cybersecurity threats, data breaches, and IT disruptions may impact operational continuity and data integrity. Beyond cybersecurity, increased adoption of digital tools and frontier technologies such as AI introduces additional risks related to data governance, model reliability, and compliance.

Mitigation

We deploy advanced cybersecurity measures, including firewalls, encryption, and employee awareness training. Regular IT audits and disaster recovery plans help minimise risks, ensuring secure and efficient operations. We have instituted validation protocols, audit trails, and responsible usage frameworks to safeguard data and ensure compliance.

Human Resource Risk

Challenges in attracting, retaining, and managing skilled professionals may affect talent pipeline continuity, organisational performance, and long-term competitiveness.

Mitigation

We follow a strategic talent acquisition and retention framework that fosters a diverse and inclusive work culture. Performance-based rewards, career growth opportunities, and continuous learning programmes lead to enhanced employee engagement and motivation.

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Management Discussion and Analysis

Economic Overview

Global economic review

The global economy experienced moderate growth of 3.3% in 2024, indicating a period of relative stability with ongoing growth constraints. In 2025, nations are adjusting policies due to increasing geopolitical tensions and economic pressures. The United States' introduction of new tariff measures triggered immediate and forceful responses from several nations, culminating in the establishment of near-universal tariffs on April 2, 2025, which consequently escalated to unprecedented levels, exerting significant pressure on global GDP. As the situation continues to evolve, the broader economic impact remains uncertain and is likely to persist as an overhang on the global growth outlook.

These situations have significantly amplified economic uncertainty and rendered the short-term outlook highly volatile. The trustworthiness of conventional forecasting models has been compromised, making it increasingly difficult to anchor estimates to previously reliable assumptions. In this environment of heightened instability, global headline inflation is projected to moderate more slowly than previously anticipated, with expectations now indicating a decline to 4.3% in 2025 and further easing to 3.6% in 2026. The revision largely reflects upward adjustments in inflation projections for advanced economies*, somewhat offset by marginal downward revisions for emerging markets and developing nations.

Despite the uncertainties, the current landscape presents a crucial opportunity to strengthen resilience and steer the global economy towards a more sustainable and inclusive future. Many economies have also shown remarkable adaptability, underscoring that recovery is attainable through proactive reforms, robust institutions, and coordinated policy initiatives. Achieving a fairer and more balanced global recovery will require a collective commitment to fostering transparent trade practices, enabling timely debt resolution, and addressing structural imbalances.

Looking ahead, international collaboration will be pivotal. Through aligned strategies, visionary leadership, and a shared resolve to navigate complex challenges, the global economy can regain its momentum, rebuild critical buffers, and unlock new avenues for sustained and inclusive growth.

Source: International Monetary Fund, April 2025

**The International Monetary Fund (IMF) defines advanced economies as those with high per capita income, a high degree of industrialisation, diversified exports, and a well-integrated financial sector.*

India's economic landscape

Projected to expand by 6.5% in FY 2024-25, India's economy reflects the country's resilience amid an increasingly volatile global environment. This outlook is anchored by strong domestic fundamentals, sustained structural reforms, accelerating digital transformation, and a continued focus on infrastructure development. Agriculture and services sectors have remained key contributors, supported by steady private consumption and enduring macroeconomic stability.

Manufacturing sector growth is expected to moderate to 6.2% in FY 2024-25, easing from 9.5% in the previous year, largely due to a mix of factors including the softening of manufacturing exports amid sluggish overseas demand and rising protectionism. Despite these challenges, India's macroeconomic fundamentals remain resilient, underpinned by fiscal discipline, a strong external balance, a surplus in services trade, and healthy remittance inflows.

India's external sector continues to demonstrate resilience. Notably, in the April-December 2024 period, overall exports grew by 6.0% year-on-year, led by a robust surge in services exports. India has now emerged as the seventh-largest contributor to global services trade, reflecting its growing competitiveness and strategic positioning. The positive contribution of net exports to real GDP growth highlights the effectiveness of coordinated macroeconomic measures encompassing inflation management, fiscal prudence, and timely monetary interventions.

The rise of Artificial Intelligence (AI) is reshaping India's business environment, offering both opportunities and challenges. Subsequently, AI-driven transformation across industries is enhancing productivity and redefining workforce capabilities. India's young, adaptable labour force is well-positioned to capitalise on this shift, provided that skilling efforts keep pace with technological advancements. Government initiatives focused on skilling, digital literacy, and job generation are aligning well with the demands of an AI-led economy.

The Reserve Bank of India's Monetary Policy Committee cut the repo rate for the first time in two years to boost job creation and growth, a move facilitated by lower retail inflation. Amid global tariff pressures and rupee volatility, the MPC maintained a neutral stance, balancing inflation control and economic momentum.

As India moves into FY 2025-26, the economic outlook remains broadly balanced, although external risks such as geopolitical tensions, trade disruptions, and commodity price volatility persist. Domestically, sustaining private investment, bolstering consumer confidence, and accelerating wage growth will be critical to maintaining momentum. Rural demand is expected to strengthen, supported by an agricultural recovery, easing food inflation, and continued macroeconomic stability. To reinforce medium-term growth prospects, India must deepen structural reforms, rationalise grassroots regulations, and create a more business-friendly ecosystem. These efforts will be vital in enhancing competitiveness, building resilience against external shocks, and sustaining long-term economic progress.

Source: Economic Survey

Industry review

Global pharmaceutical industry

The global pharmaceutical industry continues to experience steady growth, supported by rising healthcare demands across populations. A key driver of this expansion is the aging global population, which increasingly requires long-term medical care for age-related health conditions. This demographic shift is reshaping the industry landscape, spurring continuous innovation, intensified R&D efforts, and increased capital investment across the value chain.

According to IQVIA, the pharmaceutical market is projected to grow at a compound annual growth rate (CAGR) of 6-9%, reaching between US$2.23 trillion and US$2.25 trillion by 2028. This upward momentum is largely driven by the launch of innovative therapeutics and biologics. However, growth is expected to moderate over the next few years as a wave of major patent expirations and the rapid adoption of biosimilars and generics begin to influence market dynamics. Traditionally, new medicine revenues peaked shortly after launch, but today, there is a growing trend of sustained value generation from older therapies. Moreover, the shift toward higher-cost treatments reflects expanded patient access and the rising demand for clinically advanced healthcare solutions.

Therapy area concentration is also intensifying, with oncology, immunology, and obesity treatments together contributing 42% to global sales. Notably, anti-obesity medications are rapidly gaining momentum as a major growth category. Growth in 2024 has been particularly fueled by specialty biologics, which are becoming increasingly central to treatment paradigms. Geographically, the United States and the European Union dominate the industry landscape, together accounting for 67% of global pharmaceutical sales.

Regional spending patterns reflect significant differences based on economic capacity and healthcare policy frameworks. Developed markets continue to spend heavily on patented and branded drugs, underpinned by strong intellectual property protections and robust healthcare budgets. Meanwhile, emerging and lower-income economies largely rely on cost-effective solutions such as generics and branded generics. Following patent expirations, developed economies typically pivoted toward greater generic uptake to control drug expenditures, while emerging markets maintain a strong dependence on generics and non-originator brands to ensure affordable and widespread access to essential medicines.

Global pharmaceutical market growth

(US$ billion)

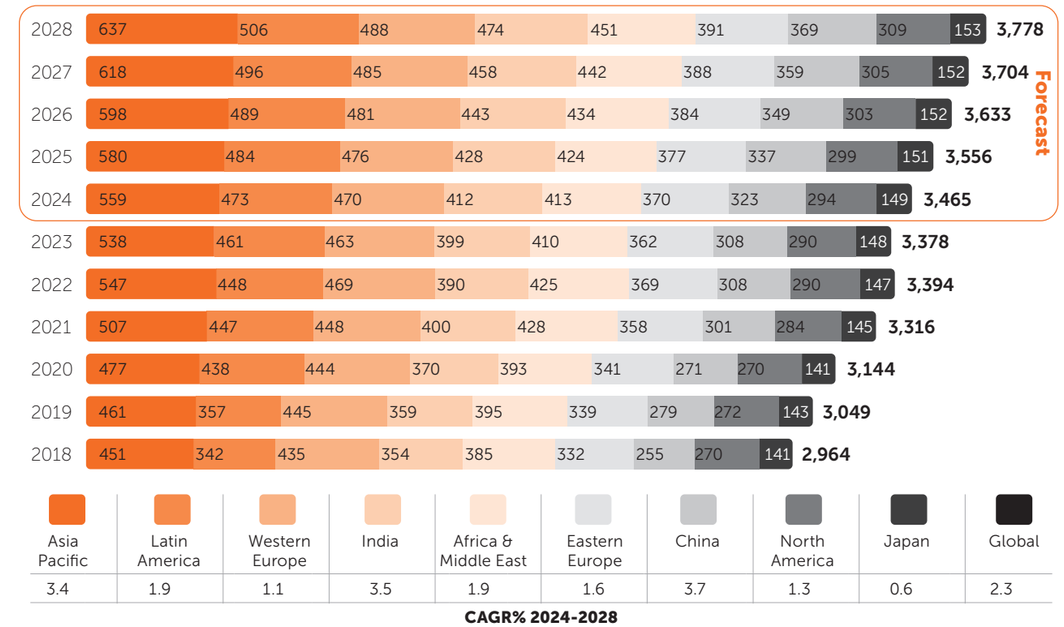
Region	2028	2024-2028 CAGR
Developed	1,775-1,805	5-8%
Pharmerging	400-430	10-13%
Lower income countries	33-37	3-6%
Global	2,225-2,255	6-9%

Source: IQVIA Market Prognosis, September 2023; IQVIA Institute, December 2023

**Pharmerging refers to fast-growing pharmaceutical markets in developing countries, driven by economic growth, evolving healthcare needs, and better healthcare infrastructure.*

Historical and projected use of medicines by region, 2018-2028

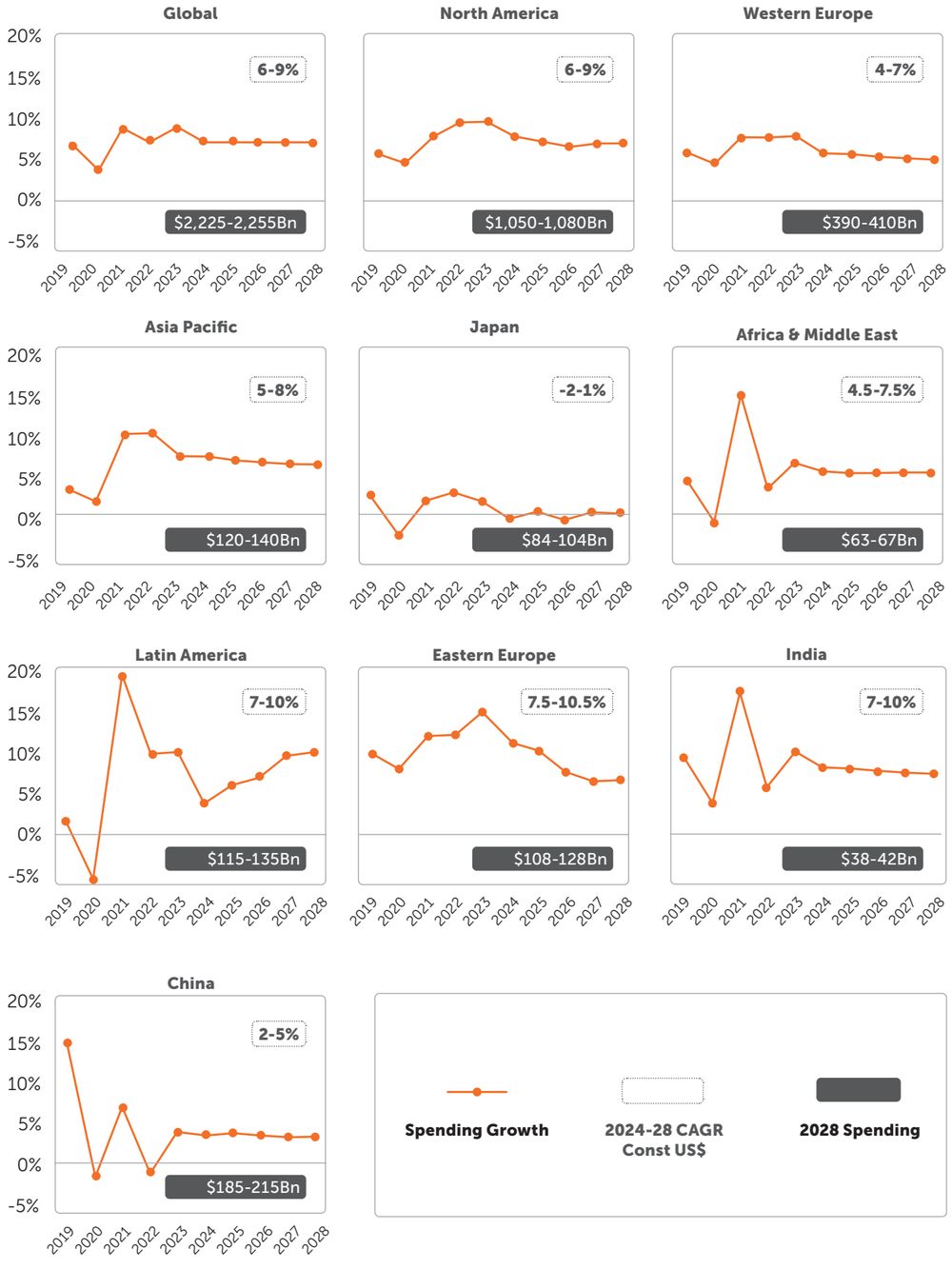
(Defined Daily Doses (DDD) in billions)



Source: IQVIA Market Prognosis, September 2023; IQVIA Institute, December 2023

Geography-wise market review

Spending growth globally and in 9 regions, total market excluding COVID-19 vaccines and therapeutics, constant US$ 2019-2028



Source: IQVIA Market Prognosis, September 2023; IQVIA Institute, December 2023

Evolving dynamics in global pharmaceutical spending:

In North America, pharmaceutical spending is projected to grow by 6-9% through 2028, driven by a steady influx of new product launches and the continued resilience of established brands. However, this momentum will be partially offset by the impact of upcoming patent expirations.

In the U.S., medicine spending is projected to rise 2-5%, primarily driven by increased spending on branded therapies. The Inflation Reduction Act (IRA) is expected to further increase off-invoice discounts and rebates, with actual spending estimated to be 37% below invoice levels in 2023 and potentially declining to 47% by 2028. Oncology, immunology, diabetes, and obesity treatments continue to show strong growth, though the upcoming loss of exclusivity in immunology may moderate spending. Overall, the outlook will be shaped by new therapy launches and increased competition from generics and biosimilars.

Medicine use grew notably in 2024, reflecting broader treatment access for chronic conditions and new therapies. Total prescription usage increased by 1.7%, reaching 215 billion days of therapy, with record-high Medicare beneficiary use. This growth highlights progress in care access but also persistent challenges, as high out-of-pocket costs and restrictive insurance designs still prevent many patients from filling prescriptions, especially for newer therapies.

Early IRA phases have eased this burden, with fewer Medicare patients paying over US$3,500 annually out-of-pocket and insulin expenses falling due to the US$35 monthly cap. However, over half of new prescriptions for innovative medicines remain unfilled due to affordability. Spending trends reflect these dynamics: net market spending rose 11.4% in 2024, up from 4.9% the prior year, primarily due to greater use of high-impact therapies in diabetes and obesity, rather than price inflation. Consequently, these treatments' wider adoption is reshaping pharmaceutical care economics. This report presents a revised five-year outlook, capturing the evolving balance of innovation, access, and affordability in the U.S. medicine landscape

In Western Europe, pharmaceutical spending grew 8% until 2023. However, growth is projected to slow to 4-7% through 2028 due to payer pressures and patent expirations, though innovative therapies may partially offset this.

Eastern Europe is projected to lead global growth with a CAGR of 7.5-10.5%, remaining a strong performer despite potentially easing momentum.

In Latin America, spending spiked during the early pandemic years, driven by heightened demand for generic and established therapies to manage COVID-19 symptoms. Following a subdued 2024, the region is expected to return to a healthy growth trajectory, with an average CAGR of 7-10%, led by key markets such as Brazil, Mexico, Argentina, and Colombia.

In Japan, growth is expected to remain flat to slightly negative, ranging between -2% and 1% annually. Despite the increased uptake of innovative branded therapies, the shift from biennial to annual price revisions is exerting downward pressure on spending, contributing to market stability.

The China pharmaceutical market is projected to stabilise over the next few years, following significant fluctuations during the pandemic amid stringent public health measures. Pharmaceutical spending is expected to grow at a moderate pace of 2-5% through 2028, reflecting gradual policy normalisation and evolving market dynamics.

Market trends across key therapeutic segments

Oncology

The global oncology market reached approximately US$244 billion in 2024. Growth in haematology, particularly blood cancers, outpaced that of solid tumors during the year, partly driven by the diminishing impact of the lenalidomide patent expiry. Despite this, solid tumors continue to dominate in absolute market value. Breast cancer and non-small cell lung cancer lead overall sales and are expected to accelerate further in the coming years. Biologics accounted for 51% of the total global oncology market value in 2024, with innovative molecules driving much of the 2023-2024 value growth. Notably, checkpoint inhibitors contributed 54% of the innovative biologic's growth during this period, underscoring their critical role in advancing oncology therapeutics.

Immunology

The global immunology market stood at around US$200 billion in 2024. It is generally segmented into allergic inflammation and autoimmune conditions, with allergic inflammation exhibiting faster growth momentum. Within the autoimmune segment, IL-23 inhibitors are leading the treatment landscape for psoriasis, while new IL-17 therapies, oral treatments, and topical formulations are entering the market. Simultaneously, the arrival of major biosimilars such as Adalimumab and Ustekinumab is poised to gradually erode the value of originator biologics, intensifying competition and reshaping the market dynamics.

Obesity

Obesity has emerged as a major global health crisis, with projections indicating that nearly 2 billion people could be affected by 2035, representing about 25% of the world's population. Anti-obesity medications have gained significant traction, demonstrating weight loss outcomes comparable to those achieved through bariatric surgery. The obesity treatment market is expected to grow significantly through 2028, fueled by increasing complexity and competition as more players enter the field. Despite this momentum, the market remains in its early stages of development, presenting opportunities for innovation and expansion.

Biosimilars

Biosimilar adoption typically follows a steady upward curve in European markets, with notable uptake within the first couple of years. While the U.S. market tends to adopt more gradually, it has shown the capacity to accelerate, as evidenced by recent biosimilar launches. In the small-molecule generics space, key therapeutic areas include pain management, antibacterials, and antihypertensives. Generic utilisation continues to grow across major markets, with further headroom for expansion, especially in Europe, where supportive policy measures could unlock broader access.

Loss of Exclusivity (LOE) and market opportunities

LOE marks the expiry of patent protection for branded drugs, thus enabling generic and biosimilar competition. Between 2025 and 2035, around 75 high-value molecules with combined U.S. sales exceeding US$300 billion are set to lose exclusivity, unlocking significant market opportunities.

The impact is concentrated in high-growth therapy areas such as diabetes, oncology, HIV, psoriasis, and obesity. Of the 74 molecules identified, 30 are biologics, including major blockbusters like Semaglutide and Pembrolizumab. Over 56 of these products fall into the US$1-5 billion sales range, offering strong potential for generic and biosimilar makers.

Regional LOE timelines across the U.S., EU5 (France, Germany, Italy, Spain, and the United Kingdom), Japan, and China enable phased market entries. Injectables account for 45% of LOE value, highlighting scope for formulation-led innovation in vials, pre-filled syringes, and biosimilars.

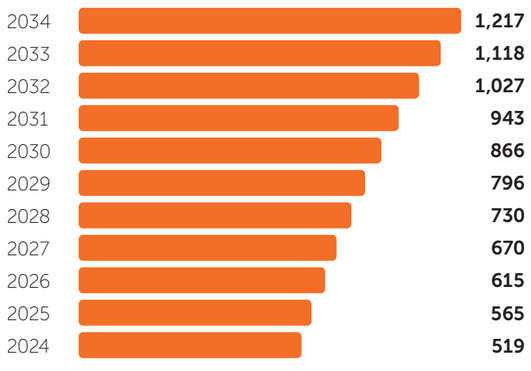
The LOE cycle presents a structural growth lever for companies with strengths in complex generics, biosimilars, and regulatory execution. Timely readiness across manufacturing, compliance, and market access is crucial to unlocking this multi-billion-dollar opportunity.

Global injectables industry

The global injectable drug delivery devices market is projected to grow from US$565 billion in 2025 to approximately US$1,217 billion by 2034, at a CAGR of 8.9%. This growth is driven by factors such as the increasing prevalence of chronic diseases, rising demand for self-administration devices, and technological advancements in drug delivery systems. North America held the largest market share of 40.5% in 2024, while the Asia-Pacific region is expected to experience the fastest growth during the forecast period.

Injectable Drug Delivery Devices Market Size 2024 to 2034

(US$ Billion)



Source: Statifacts

Key trends include the dominance of large-molecule biologics, rapid expansion of biosimilars post-patent expires, and rising adoption of specialty injectables for complex conditions. Challenges such as stringent regulatory compliance, supply chain vulnerabilities, pricing pressures, and the need for advanced cold chain logistics persist. However, opportunities in emerging markets, technological advancements in delivery devices, and growing demand for at-home and self-administered treatments are expected to further accelerate industry growth over the next five years.

Source: GlobeNewswire

Key growth drivers in the injectable drug delivery market

Rising prevalence of chronic diseases: The global surge in chronic illnesses such as diabetes, cancer, and autoimmune disorders is significantly boosting the demand for injectable therapies, which are often central to effective disease management.

Aging population fueling demand: The world's aging population is a major contributor to the growing use of injectable therapies. Older adults are more prone to chronic and degenerative conditions requiring consistent and effective treatment regimens, many of which are administered through injectables

Expanding role of biologics: The pharmaceutical landscape is witnessing robust growth in biologics, particularly injectable formats like prefilled syringes, which offer improved safety, precision, and ease of use. With patents for several blockbuster biologics nearing expiry, the demand for injectable delivery devices tailored to biosimilars is poised to surge, creating significant opportunities for manufacturers.

Technological advancements in drug delivery: Innovations such as finer needles, needle-free injectors, and smart delivery systems are enhancing patient adherence, minimising discomfort, and improving therapeutic outcomes. These advancements are accelerating market adoption by making injectable treatments more patient-centric and accessible.

Patent expirations creating generic opportunities: The expiration of patents for several high-value injectable drugs is paving the way for generics and biosimilars. This shift is intensifying competition, improving affordability, and expanding access, particularly in emerging markets with rising healthcare needs.

Advancements in New Drug Delivery Systems (NDDS): The development of next-generation injectable devices such as autoinjectors, pen injectors, and prefilled syringes has transformed self-administration practices.

Emerging therapeutic opportunities: Pharmaceutical companies are actively investing in complex injectable therapies targeting conditions such as rheumatoid arthritis, multiple sclerosis, various cancers, and other autoimmune diseases.

Global generic injectables industry

The global generic injectable market is experiencing robust growth, with projections indicating a rise from US$ 135.4 billion in 2025 to US$ 401.8 billion by 2035, reflecting a compound annual growth rate (CAGR) of 11.5%. Key growth drivers include patent expirations, rising demand for affordable treatments, and the increasing prevalence of chronic diseases. North America leads the market, while Asia-Pacific is the fastest-growing region. Oncology remains the largest therapeutic area, supported by the broader adoption of generic cancer treatments. Technological advancements like prefilled syringes and supportive regulatory environments are boosting market expansion.

Source: GlobeNewswire

Contract Development and Manufacturing (CDMO) services for biologics

Biologics Contract Development and Manufacturing Organizations (CDMOs) have become indispensable partners in the biopharmaceutical industry, providing integrated, end-to-end solutions that span early-stage development to commercial-scale manufacturing. These organisations provide critical services such as regulatory support, analytical testing, formulation development, and packaging enabling pharmaceutical companies to accelerate the development and market launch of biologic therapies.

The surge in R&D investments, coupled with an increased focus on rapid drug commercialisation by leading pharmaceutical players, has significantly amplified the demand for biologics CDMOs. By offering specialised expertise and operational flexibility, CDMOs allow biopharma companies to navigate complex regulatory frameworks and scale production efficiently, while minimising risk and optimising time-to-market.

With deepening technical capabilities and fully integrated service models, CDMOs are no longer just vendors but strategic partners across the biopharma value chain. Their offerings now encompass the entire spectrum from drug discovery and clinical development to commercial manufacturing addressing the industry's evolving needs for speed, scalability, and specialisation. Reflecting this growing strategic importance, the global biologics CDMO market is experiencing strong momentum. Market revenues are projected to rise from US$ 17.1 billion in 2024 to US$ 38.1 billion by 2030, representing a robust CAGR of 11.0% over the forecast period.

Source: GlobeNewswire

About Gland

Established in 1978 in Hyderabad, India, Gland Pharma Limited (Gland) has evolved into a prominent entity in the global generic injectables market, with operations extending to over 60 countries including the United States, Europe, Canada, Australia, and India. Primarily functioning under a B2B model, the company provides comprehensive services such as contract development, dossier compilation, technology transfer, and manufacturing across various delivery systems.

Over the past four decades, Gland has built a strong reputation for excellence in R&D, manufacturing, and marketing of generic injectables. The company continues to evolve, now expanding into complex injectables and biologics/biosimilar contract development and manufacturing (CDMO). Guided by a commitment to quality and affordability, Gland strives to meet diverse global needs through a wide portfolio of high-quality injectable products.

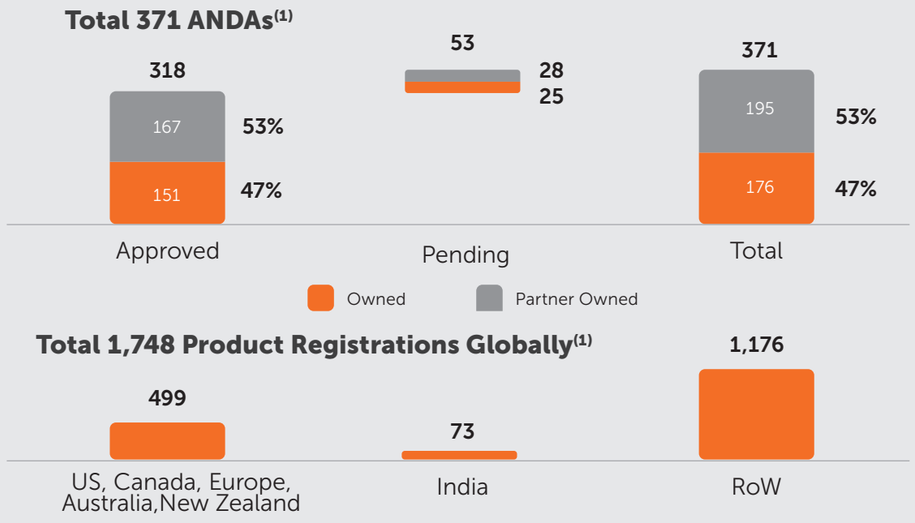
Leveraging its R&D capabilities in synthesising complex molecules, the company has successfully developed niche products across a broad range of therapeutic areas. It is particularly recognised for its expertise in sterile injectables, oncology, and ophthalmic products, offering delivery formats such as liquid vials, lyophilised vials, pre-filled syringes, ampoules, bags, and Eye Drops.

A key strategic milestone was the seamless integration of its first overseas acquisition Cenexi through its wholly owned subsidiary, Gland Pharma International Pte. Ltd. Cenexi, a well-recognised European CDMO, brings significant expertise in sterile liquid and lyophilised fill-finish formulations, including complex oncology products. This acquisition aligns with Gland's long-term strategy to establish a manufacturing footprint in Europe and expand its CDMO offerings in the branded CDMO segment.

By leveraging Cenexi's technological capabilities such as needleless injectors, oncology pre-filled syringes, hormonal and controlled substances, ophthalmic gels, Gland Pharma is strengthening its product offerings and expanding its reach, including the drug product fill-finish services for biologics, vaccines, and biosimilars.

Gland Pharma is actively focusing its efforts and investments on revitalising Cenexi, with the strategic objective of transforming it into a globally recognised CDMO leader. The Company is strategically allocating financial, technological, and human resources to upgrading Cenexi's infrastructure, enhancing its operational efficiencies, and fostering a culture of quality.

Regulatory Filings



(1) AS of March 31 , 2025

Pipeline dashboards

Complex injectables portfolio by therapeutic area

Therapeutic area	No. of products	As % of Total	TAM (US$ mn)	as % of TAM
Oncology	4	21%	1,203	18%
Immunology	2	11%	262	4%
Diabetes management	3	16%	1,069	16%
Reproductive Health	2	11%	113	2%
Cardiology	3	16%	70	1%
CNS Health	2	11%	3,095	47%
Chemo-adjuvants	1	5%	174	3%
Bone Health	1	5%	76	1%
Addiction management	1	5%	511	8%
	19	**100%**	**6,573**	

Total Addressable Market (TAM) | All values in US$, TAM as of March 2025, as analysed by the Company

Current TAM of complex injectables and estimated launches

(TAM US$ mn)

Therapeutic area	CY23A	CY24A	CY25E	CY26E	CY27E	CY28E and beyond	Total
CNS Health	-	-	-	-	-	3,095	3,095
Oncology	14	88	73	-	-	1,027	1,203
Diabetes management	31	-	-	-	-	1,038	1,069
Addiction management	-	-	-	-	-	511	511
Immunology	-	-	-	87	-	175	262
Chemo-adjuvants	-	-	-	-	-	174	174
Reproductive Health	-	113	-	-	-	-	113
Bone Health	-	-	-	76	-	-	76
Cardiology	-	65	-	-	3	2	70
Total	**45**	**265**	**73**	**163**	**3**	**6,022**	**6,573**

All values in US$, TAM as of March 2025, as analysed by the Company

Complex injectables portfolio by technology

Technology	No. of products	As % of Total	TAM US$ mn	as % of TAM
Hormone	7	42%	363	6%
Peptide	4	19%	2,080	32%
Suspension	3	14%	262	4%
Microsphere	2	10%	716	11%
Nano Suspension	1	5%	2,890	43%
Complex API	1	5%	88	1%
Emulsion	1	5%	174	3%
	19	**100%**	**6,573**	

All Values in US$, TAM as of March 2025, as analysed by the Company

Current TAM of complex injectables and estimated launches

(TAM US$ mn)

Category	CY23A	CY24A	CY25E	CY26E	CY27E	CY28E and beyond	Total
Nano Suspension	-	-	-	-	-	2,890	2,890
Peptide	14	-	-	-	-	2,066	2,080
Microsphere	-	-	-	-	-	716	716
Hormone	31	177	73	76	3	2	363
Suspension	-	-	-	87	-	175	262
Emulsion	-	-	-	-	-	174	174
Complex API	-	88	-	-	-	-	88
Total	**45**	**265**	**73**	**163**	**3**	**6,022**	**6,573**

All Values in US$, TAM as of March 2025, as analysed by the Company

Small molecules pipeline as per ANDA - patent certification

ANDA - patent certification	No. of ANDAs	TAM US$ mn (March, 2025)
NCE-1	4	532
PI	31	960
PII	6	105
PIII	3	107
PIV	27	3,544
TOTAL	**71**	**5,248**

All Values in US$, TAM as of March 2025, as analysed by the Company

Pipeline products and Innovator's Year off-patent

(TAM US$ mn)

Therapeutic area	Genericised		CY25		CY26		CY27		CY28 and beyond		Total	
	TAM	ANDAs	TAM	ANDAs	TAM	ANDAs	TAM	ANDAs	TAM	ANDAs	TAM	ANDAs
Ophthalmology	461	9	-	-	-	-	695	1	1,154	8	2,310	18
CNS Health	40	1	-	-	1,327	1	-	-	-	-	1,367	2
Cardiology	227	5	44	1	-	-	-	-	384	6	655	12
General Health	18	5	-	-	-	-	-	-	142	1	160	6
Mineral Supplements	95	2	-	-	-	-	-	-	49	1	145	3
Hematology	107	5	-	-	-	-	-	-	-	-	107	5
Oncology	48	2	33	1	-	-	-	-	26	2	107	5
Pain Management	89	3	-	-	-	-	5	1	-	-	94	4
Anti-Infectives	12	2	-	-	-	-	-	-	79	3	92	5
Chemo-adjuvants	20	1	-	-	-	-	-	-	54	1	74	2
Opioid Antagonists	-	-	-	-	-	-	-	-	51	2	51	2
Nephrology	8	1	-	-	-	-	-	-	27	1	35	2

TAM values are in US$ mn, and ANDAs are in number

Our strengths take us forward

We have established a strong and sustainable position in the global injectable market by staying true to our core strategic pillars. A relentless focus on quality and compliance, a carefully curated differentiated portfolio, disciplined cost management, sustained R&D investments, world-class manufacturing capabilities, and a well-structured B2B model have been the cornerstones of our growth. Together, these strengths enable us to navigate industry complexities, capitalise on emerging opportunities, and deliver consistent value to all stakeholders.

Quality and compliance

We view quality and compliance not merely as regulatory necessities but as integral elements of our philosophy. Our robust track record, marked by zero USFDA warning letters across all facilities since inception, reflects this unwavering commitment. Approximately 37% of our workforce is dedicated to quality control and assurance, demonstrating the scale of our investment in upholding global standards.

We reinforce our operations through over 40 audits annually, comprising internal checks and external inspections by regulatory authorities and partners. Our facilities are accredited by leading agencies including USFDA, MHRA (UK), ANVISA (Brazil), TGA (Australia), and BGV Hamburg (Germany), validating our ability to meet diverse compliance requirements. With advanced Quality Management Systems, high digitalisation focus including Laboratory Information Management Systems (LIMS), and quarterly internal audits, we adopt a proactive and preventive approach to quality assurance.

Differentiated portfolio

Our specialisation in the high-growth injectables segment enables us to leverage deep domain expertise and address evolving market needs effectively. The global injectables market, growing at a double-digit CAGR, presents a significant opportunity driven by the rising prevalence of chronic diseases, greater adoption of biologics, and the advantages of injectable delivery systems.

Our portfolio covers key therapeutic areas such as oncology, ophthalmology, blood-related treatments, neurology, and pain management. We emphasise the development of complex injectables, including New Chemical Entity-1s (NCE-1s), first-to-file generics, and 505(b)(2) filings. Additionally, we are expanding into emerging segments such as peptides, long-acting injectables, suspensions, and hormonal products, ensuring that our pipeline remains aligned with future demand drivers.

Cost efficiency

Cost leadership remains a critical pillar of our competitive strategy, strengthening both our profitability and market agility. We consistently achieve superior gross margins compared to peers by focusing on operational efficiencies, backward integration, and efficient supply chain management.

Our backward-integrated manufacturing capabilities provide greater control over API costs and supply stability, while continuous process improvements enhance our manufacturing productivity. Through optimised supply chain management, we minimise costs and ensure timely delivery, enabling us to offer high-quality products at competitive prices while reinvesting in strategic growth initiatives.

Research and Development

Research and development form the cornerstone of our growth strategy. We maintain consistent R&D investment levels and have built a dedicated team comprising scientists, including PhDs, pharmacy postgraduates, and chemistry specialists, to drive our innovation agenda.

Our R&D efforts focus on developing complex injectables, enhancing existing formulations, exploring novel drug delivery technologies, and collaborating with specialty pharma partners to co-develop targeted products. We place strong emphasis on product lifecycle management, ensuring continuous improvement and competitiveness across our portfolio.

Manufacturing excellence

Our world-class manufacturing capabilities serve as critical enablers of our global ambitions. We operate seven state-of-the-art manufacturing facilities including four finished formulation plants and three API plants designed to deliver scalability, flexibility, and efficiency.

With 32 production lines capable of producing multiple injectable formats such as vials, lyophilised vials, ampoules, pre-filled syringes, bags, and ophthalmics, we are well positioned to cater to diverse global markets. Our specialised facilities for oncology and biotech products, supported by in-house API production, enhance supply chain security, improve cost structures, and ensure quality at every stage of production.

Diversified B2B business model

Our focus on a diversified B2B model has given us a resilient and scalable growth engine. Through strategic partnerships with leading global pharmaceutical companies, we secure predictable cash flows via long-term supply contracts, achieve economies of scale, and maintain low working capital requirements.

Our strong partner relationships, built on a foundation of quality and reliability, have translated into greater market share and recurring business. While B2B remains our core focus, we also selectively participate in India's B2C market, leveraging our manufacturing strengths to enhance market presence without diluting our core strategy.

Cenexi: Transforming and integrating for a stronger tomorrow

In 2023, we completed the strategic acquisition of Cenexi, a leading European Contract Development and Manufacturing Organization (CDMO) with a strong footprint in sterile injectables and complex formulations. Headquartered in France, Cenexi operates four specialised manufacturing sites across Fontenay, Hérouville, Osny (France), and Braine-l'Alleud (Belgium). These facilities, originally spun off from global pharmaceutical majors such as Roche, Merck, and NextPharma, bring a legacy of regulatory rigor, technological sophistication, and deep formulation expertise. All sites are approved by major global health authorities including US FDA, EMA, and ANVISA, reflecting a strong compliance foundation.

Our acquisition strategy prioritises global expansion, service portfolio enhancement, and strengthening our position as a leading CDMO. Cenexi facilitated immediate entry into the established European market and broadened our product portfolio with specialised capabilities in high-value segments like hormones and controlled substances.

To improve Cenexi's financial performance, a focused turnaround strategy was initiated to stabilise operations, improve cost structures, and unlock the platform's full potential. Key initiatives underway included:

- Streamlined operations through identification of production bottlenecks and overall Equipment Effectiveness (OEE) tracking
- Strengthened technical transfers and process optimisation for improved throughput and consistency
- Renegotiated legacy contracts and enhanced pricing strategy to improve profitability
- Enhanced business development and customer service functions to drive deeper engagement and responsiveness

In the near term, efforts are concentrated on restoring operational efficiencies, ramping up utilisation, and delivering margin improvements through a combination of cost optimisation, capacity unlocking, and improved mix. Site-specific upgrades, such as investing in automation and enhancing quality infrastructure (e.g., visual inspection machines), are expected to drive visible performance gains.

Looking to the medium term, Cenexi is poised to play a pivotal role in Gland's global CDMO journey. A multi-year program has been planned to modernise manufacturing infrastructure, introduce new lines (particularly for pre-filled syringes, vials, and cartridges), and expand capabilities in high-potency and lyophilised formulations. In parallel, cross-leveraging the combined Gland-Cenexi customer base is expected to unlock new business opportunities and enhance overall competitiveness.

With a clear roadmap and aligned strategic priorities, Cenexi is well-positioned to contribute meaningfully to Gland Pharma's growth, profitability, and global reputation as a high-quality, integrated pharmaceutical solutions provider.

Performance in FY 2024-25

In FY25, Gland reported consolidated revenues of ₹ 56,165 million, broadly in line with the previous year. Consolidated EBITDA stood at ₹ 12,689 million, translating to a margin of 23%. Excluding Cenexi's performance, the base business recorded revenues of ₹ 41,248 million and a stronger EBITDA margin of 35% (₹ 14,451 million).

Within the base business, overall volume growth—driven by new launches—stood at 4%, led by a 9% increase in the US market. New product introductions in US market contributed 6% to the full-year revenue. R&D investments totaled ₹ 1,922 million, accounting for 4.7% of base business revenue. On the compliance front, Gland received Establishment Inspection Reports (EIRs) from the USFDA for its Dundigal and Pashamylaram facilities, confirming successful completion of inspections.

Profit After Tax (PAT) for the full year was ₹ 6,985 million, with a margin of 12%. Other income rose to ₹ 2,136 million, largely driven by higher interest income. As on March 31, 2025, the company maintained a robust financial position, with cash and cash equivalents of ₹ 25,562 million and a net cash position of ₹ 22,870 million after accounting for Cenexi's debt. Operating cash flow stood at ₹ 9,147 million, and the average cash conversion cycle improved marginally to 172 days. Capital expenditure for the year amounted to ₹ 3,938 million, directed towards expanding production lines and enhancing packaging capabilities across both Indian operations and Cenexi.

Revenue from operations

By Customer Location: (₹ in mn)

	YoY Change (%)	FY2024-25		FY2023-24		FY2022-23	
		Revenue	Rev. (%)	Revenue	Rev. (%)	Revenue	Rev. (%)
USA	2%	27,403	49%	26,878	47%	20,910	58%
India	(19)%	4,765	8%	5,880	10%	5,548	15%
Europe	(3)%	10,225	18%	10,528	19%	1,871	5%
Canada	77%	1,574	3%	890	2%	795	2%
Australia	19%	743	1%	626	1%	218	1%
New Zealand	174%	77	0%	28	0%	11	0%
Rest of World (ROW)	(4)%	11,378	21%	11,817	21%	6,893	19%
Total	**(1)%**	**56,165**	**100%**	**56,647**	**100%**	**36,246**	**100%**

By Markets:

(₹ in mn)

	YoY Change (%)	FY2024-25 Revenue	FY2024-25 Rev. (%)	FY2023-24 Revenue	FY2023-24 Rev. (%)	FY2022-23 Revenue	FY2022-23 Rev. (%)
USA	0%	30,387	54%	30,375	54%	23,956	66%
India	(11)%	2,487	4%	2,810	5%	2,501	7%
Europe	(2)%	10,470	19%	10,648	19%	1,870	5%
Canada	36%	1,203	2%	885	2%	796	2%
Australia	19%	743	2%	622	1%	218	1%
New Zealand	12%	75	0%	68	0%	11	0%
Rest of World (ROW)	(4)%	10,800	19%	11,239	20%	6,894	19%
Total	**(1)%**	**56,165**	**100%**	**56,647**	**100%**	**36,246**	**100%**

(₹ in mn)

Business model	YoY % Change	FY 2024-25 Revenue	FY 2024-25 Rev.(%)	FY 2023-24 Revenue	FY 2023-24 Rev.(%)	FY 2022-23 Revenue	FY 2022-23 Rev.(%)
B2B - IP led - Own ANDA	(5)%	18,446	33%	19,432	34%	11,957	33%
B2B - IP led - Partner ANDA	(1)%	13,896	25%	14,013	25%	17,059	47%
B2B - Tech Transfer	3%	22,768	41%	22,030	39%	5,999	17%
B2C - India	(16)%	794	1%	942	2%	904	2%
Export Incentives - India	14%	261	0%	230	0%	327	1%
Total	**(1)%**	**56,165**	**100%**	**56,647**	**100%**	**36,246**	**100%**

Key Financial Ratios

Particulars	YoY % Change	FY2024-25	FY2023-24	FY2022-23
Debtors' turnover	(22%)	3.65	4.66	3.72
Inventory turnover	10%	2.64	2.41	1.53
Current ratio	7%	4.33	4.04	9.46
Interest coverage ratio	(9%)	82.59	90.71	163.00
Debt equity ratio	(25%)[1]	0.03	0.04	0.00
EBITDA margin (%)	(4%)	22.59	23.53	28.27
Net profit margin (%)	(9%)	12.44	13.64	21.55
Return on net worth (%)	(16%)	7.82	9.26	10.89
Return on Capital Employed (ROCE)(%)	(18%)	9.42	11.42	11.48

[(1)] Decrease in borrowings

Human resources

With over 4,300 professionals, the Company prioritises its people, recognising that empowered employees drive performance. Its people strategy focuses on attracting talent, enabling continuous learning, and developing future leaders.

This year, the Company intensified capability building, emphasising employee competency development across functions. Through upskilling and leadership programs, the Company equips its workforce to excel in a dynamic environment.

The Company's talent management is committed to diversity, equity, and inclusion. By fostering meritocracy and collaboration, the Company ensures individual opportunity for meaningful contribution and professional growth. Extensive training strengthens technical proficiency, interpersonal skills, cultural awareness, and behavioral development.

The Company has expanded its workforce and cultivated a vibrant, purpose-driven culture. Employees are encouraged to engage, share ideas, and innovate confidently. By building a diverse, engaged, and future-ready workforce, the Company creates an ecosystem where individuals thrive and contribute to organisational success

Risk management

At the heart of the Company's governance philosophy lies a forward-looking and integrated approach to risk management. Operating across multiple geographies and complex regulatory environments, the Company is exposed to a wide range of dynamic risks, economic volatility, geopolitical shifts, legal and compliance issues, environmental factors, operational disruptions, and foreign exchange fluctuations.

Recognising that effective risk management is not merely a defensive mechanism but a strategic enabler, the Company has embedded risk awareness into its decision-making processes at all levels. The Risk Management Committee, empowered by the Board and supported by the Executive Management Team, steers a comprehensive and agile risk management framework. This framework is continuously reviewed and refined to remain aligned with the Company's long-term strategic priorities and the evolving external environment.

To further elevate its risk intelligence capabilities, the Company has engaged a global risk advisory partner. This collaboration brings the best international practices and deep sectoral insights to proactively identify emerging risks, benchmark risk tolerance thresholds, and enhance mitigation strategies across the enterprise.

Risks are systematically categorised across internal and external dimensions, with structured risk registers, early warning indicators, and scenario-planning tools deployed to anticipate and respond to potential disruptions. This structured approach fosters a culture of ownership, responsiveness, and resilience, with clear accountabilities across functional and leadership teams.

Moreover, the Company's risk governance is tightly integrated with its business continuity planning and sustainability agenda. This ensures that risk considerations extend beyond financial impacts to encompass ESG factors, reputational risk, and stakeholder trust.

By institutionalising a culture of intelligent risk-taking and rigorous oversight, the Company is not only safeguarding value but also enabling sustained growth and innovation in a rapidly evolving global landscape.

Risk management committee

Ms. Naina Lal Kidwai
(Chairperson & Independent Director)

Mr. Srinivas Sadu
(Executive Chairman)

Dr. Jia Ai Zhang*
(Non-Executive Director)

Mr. Ravi Shekhar Mitra
(CFO)

*Dr. Jia Ai Zhang has been appointed as a member of the Committee, effective November 4, 2024, succeeding Mr. Yao Fang following his retirement.

Future growth strategy

Gland Pharma's future growth strategy will be anchored on four key pillars: geographic expansion, portfolio diversification, strategic collaborations, and seamless global integration.

In the United States, our focus remains on developing complex, high-value pharmaceuticals. We are actively pursuing in-licensing opportunities and forging strategic partnerships to drive innovation. Our collaboration with Cenexi provides a strong platform to unlock growth potential across Europe, further enhancing our international reach.

Beyond the US and Europe, we are targeting select high-potential markets where US-approved products can be effectively leveraged to accelerate growth and expand market share.

To efficiently broaden our product base and market access, we are pursuing licensing opportunities for differentiated products and novel technologies. With a deep focus on complex pharmaceuticals, we aim to address unmet clinical needs and create clear market differentiation.

Collaboration continues to be a cornerstone of our approach. By partnering with leading companies, research institutions, and innovation hubs, we are working to streamline development timelines and bring advanced therapies to market more swiftly.

A major initiative in our pipeline is the establishment of a biosimilar-focused Contract Development and Manufacturing Organisation (CDMO), with capabilities extending well beyond biosimilars. This includes a strategic emphasis on biologics, complex fill-finish processes, and emerging dosage formats, positioning us to serve the growing demand for next-generation biopharmaceuticals and strengthen our footprint in the rapidly advancing biologics space.

Internal controls

The Company has implemented rigorous procedures for internal controls, overseen by the Board of Directors and the Executive Committee. A comprehensive internal control system has been established and continuously improved over the years through investments in enhancing the control framework and processes. This is in addition to the existing embedded controls, standards, and monitoring controls already in place.

Disclaimer

The Management Discussion and Analysis (MDA) section may contain statements anticipating prospects. These statements may involve known and unknown risks and uncertainties that could result in significant differences between the actual results and the forward-looking statements. The estimates presented in the report are based on certain assumptions made by the Company, considering internal and external information currently available. However, the underlying factors of these assumptions are subject to change over time, which may cause corresponding changes in the estimates. It is important to note that forward-looking statements reflect the Company's intentions, beliefs, or expectations as of the date they are made. The Company is not obligated to revise or update forward-looking statements based on new information, future events, or other factors.

Report on Corporate Governance

Gland Pharma ('The Company') believes that all its activities should reflect good corporate governance practices. This would ensure efficient conduct of the affairs of the Company and help in maximising value for all its stakeholders. Corporate Governance brings about sustained growth and long-term benefits for the stakeholders. It is a system by which the organisation will be driven and controlled by its commitment to values and ethical business conduct, voluntary practices and compliance with laws and regulations paving way to preserving shareholders' trust while maximising long-term corporate value.

The Company will continue to employ its resources, strengths and strategies to achieve its vision, while upholding the core values of transparency, integrity, honesty and accountability, which are fundamental to the Company.

This philosophy is backed by the principles of concern, commitment, quality and integration in all its acts and relationships with its employees, customers, associates and consumers at large which has always propelled the group towards higher horizons. The Company follows a tradition of fair, transparent and ethical governance practices.

The Company believes that sound governance practices and responsible corporate behaviour contribute to superior long-term performance of the Company. The Company is committed to adhere to good corporate governance principles as embodied in its governance policy.

The Company will continue to implement the code of Corporate Governance in true spirit for increasing the wealth and long-term benefits for stakeholders over a sustained period of time.

The Company will continue to adhere to all regulatory and statutory requirements in true spirit.

Governance Structure

The Company has a three-level governance structure with defined roles and responsibilities of every constituent of the governance system.

(i) Board of Directors:
The Board of Directors, at the helm of the Governance structure is responsible for the strategic supervision, overseeing the management's performance and governance of the Company on behalf of the shareholders and other stakeholders. The Board of Directors exercises independent judgment and plays a vital role in the oversight of the Company's affairs. The Board also ensures adherence to the standards of Corporate Governance and transparency in the Company's functioning.

(ii) Board Committees:
To effectively discharge its obligations and to comply with the statutory requirements, the Board has constituted six Board Committees. The Committees deal with specific areas that are assigned to them for either final decision-making or appropriate recommendations to the Board. Each of the committees has a clearly laid down charter and is responsible for discharging its roles and responsibilities as per its charter. The details about these committees have been discussed in detail in subsequent sections in this report.

Executive Chairman:

Consequent to completion of the term of Mr. Yiu Kwan Stanley Lau as an Independent Director; Mr. Srinivas Sadu was appointed as the Executive Chairman and CEO of the Company with effect from June 10, 2024. Mr. Srinivas Sadu has been re-designated as the Executive Chairman with effect from January 16, 2025, consequent to the appointment of Mr. Shyamakant Giri as the Chief Executive Officer of the Company.

The Executive Chairman acts as the leader of the Board and presides over the meetings of the Board and the shareholders.

Chief Executive Officer (CEO):

The CEO works under the supervision of the Board and is responsible for managing the affairs of the Company. He is responsible for the business performance, driving growth, formulation and implementation of the strategic decisions taken at the Board level. As the CEO of the Company, his priorities include articulating the Company's long term strategy based on organic and inorganic initiatives, defining the innovation agenda for the Company, balancing growth imperatives with margin and return on capital thresholds, augmenting the capabilities in operations and support functions, and building a strong talent-focused organisation that is ready to take on the challenges.

(iii) Executive Committee:
The Executive Committee serves as the apex leadership team to set and deliver the strategic long-term growth agenda. The Executive Committee include the following members: Executive Chairman, Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Head - Quality, Head - R&D, Vice-President (Strategic Sourcing, Planning and Control), Head – Domestic Marketing and Vice-President (Human Resources).

Board of Directors

Profile of Directors

1. Mr. Srinivas Sadu
Executive Chairman

Mr. Srinivas Sadu is the Executive Chairman of your Company. He holds a Bachelor's degree in Pharmacy from Gulbarga University, a Master's degree in Science from Long Island University, New York and a Master's degree in Business Administration from University of Baltimore. He also holds a Post Graduate certificate in Finance and Management from the London School of Business and Finance. He has previously worked at Natco Pharma Limited at Hyderabad, India. He has over 26 years of experience in business operations and management. Under his leadership, the Company has consistently witnessed growth, both in terms of revenue and profits, while expanding across all geographies, and got listed on NSE and BSE in the year 2020. Mr. Srinivas Sadu has been re-designated as Executive Chairman and CEO from June 10, 2024 and Executive Chairman of the Company with effect from January 16, 2025.

2. Ms. Naina Lal Kidwai
Independent Director

Ms. Naina Lal Kidwai is an Independent Director of your Company. An MBA from Harvard Business School, she makes regular appearances in listings of international women in business by Fortune and other publications. A recipient of many awards and honours in India, she was awarded the Padma Shri by the Government of India for her contribution to trade and industry. Ms Kidwai has authored three books; "Survive or Sink - An Action Agenda for Sanitation, Water, Pollution and Green Finance", "Contemporary Banking in India" and "30 Women in Power: Their Voices, Their Stories." Ms Kidwai possesses rich experience in the areas of Banking and Finance. She has been a past President of FICCI; is one of the Government of India's representatives on the BRICs Business Council and the INDO-ASEAN Business Council, the Rajasthan Chief Minister's Economic transformation Advisory Council, the Investment Advisory Committee of the Army Group Insurance Fund; on the Governing Board of Lady Shriram College as well as on the Harvard Business School South Asia Advisory Board.

3. Mr. Udo Johannes Vetter
Independent Director

Mr. Udo Johannes Vetter is an Independent Director of your Company. He holds a Bachelor's degree in Science (Pharmacy) from the University of Washington. He has been associated with the Vetter/ Vetter Pharma group of companies since 1987 and is currently the Chairman on the Board of Directors of Vetter Pharma (Corporation).

4. Mr. Satyanarayana Murthy Chavali
Independent Director

Mr. Satyanarayana Murthy Chavali is an Independent Director of your Company. He holds a Bachelor's degree in Technology from Indian Institute of Technology, Madras and a Post Graduate Diploma in Management from Indian Institute of Management, Bangalore. He was the Chief Executive Officer of Aurigene Discovery Technologies Limited and has previously worked at Dr. Reddy's Laboratories Limited. Mr. Satyanarayana Murthy Chavali has been reappointed as an Independent Director for a further period of five years with effect from November 20, 2023.

5. Mr. Essaji Goolam Vahanvati
Independent Director

Mr. Essaji Goolam Vahanvati is an Independent Director of your Company. He holds a Bachelor's degree in Law from Government Law College, Mumbai. He is an independent legal practitioner, practising in the Supreme Court of India and Delhi High Court.

6. Dr. Jia Ai (Allen) Zhang
Non-Executive Director

Dr. Allen is a Non-Executive Director of your Company. Dr. Jia Ai Zhang completed his Doctorate (Ph.D) in Pharmaceutics from Oregon State University and had worked on Vaccine Development and Oral Vaccine Delivery System Design & Optimization. He holds a Bachelor's degree in Pharmacy from Shanghai Medical University/Fudan University, College of Pharmacy, Shanghai, China.

Dr. Jia Ai Zhang currently serves as President of AlkuraPharm and Senior Consultant to Fosun Pharma. He previously held several senior leadership roles within Fosun Pharma, including Co-President of the Established Medicines and Manufacturing & Suppliers Division, Chief Technology Officer of Global R&D, Senior Vice President of Shanghai Fosun Pharmaceutical Development Co., Ltd., and Executive President of the Global R&D Center.

He also served as a Board Director for several subsidiaries of Fosun Pharma, including Guilin Pharma, Yao Pharma, Erye Pharma, Hongqi Pharma, and Novelstar.

Earlier in his career, Dr. Jia Ai Zhang held leadership positions at Zhejiang Huahai Pharmaceuticals, Frontage Laboratories, Yusongyuan Pharmaceuticals, Novartis Pharmaceuticals Corporation, NeoPharm Inc., and Baxter Healthcare Corporation.

7. Mr. Wenjie Zhang
Non –Executive Director

Mr. Wenjie Zhang is a Non-Executive Director of your Company. He is the Executive President and Co-CEO of Innovative Medicines division of Fosun Pharma. He is also the Chairman and Executive Director of Shanghai Henlius Biotech Co. Ltd and Chairman of Fosun Kite Biotechnology Co. Ltd.

Mr. Wenjie Zhang joined Fosun Pharma Group and served as Senior Vice President, Chief Commercial Operations Officer, Chief Strategic Officer, President, CEO, and Chairman of Shanghai Henlius Biotech Co., Ltd. since March, 2019. Before joining Henlius in March, 2019; Mr. Zhang served as general Manager of Amgen China and also worked as Vice President, Oncology for Roche China from 2010 to 2014.

Mr. Zhang holds an MBA degree from Yale University School of Management and a B.S. degree in Microbiology from Shandong University.

He has been appointed as the Non-Executive Director of the Company in the 46th Annual General Meeting of the Company held on August 30, 2024.

8. Ms. Wei Huang
Non-Executive Director

Ms. Wei Huang is a Non-Executive Director of your Company. She holds Master's degree from University of Maryland in Chemical and Biochemical Engineering and Bachelor's degree from East China University of Science and Technology in Biochemical Engineering. She is currently the President of Shanghai Henlius Biotech Inc., and also the Chairman of Aton (Shanghai)

Biotech Co., Ltd. She was earlier associated with NEWA Technology Inc. and REG Life Sciences Corporation.

Ms. Wei Huang has been appointed as an Additional Director on the Board of the Company on November 04, 2024 and the shareholders of the Company have approved her appointment as a Non-Executive Director vide resolution passed through postal ballot dated December 08, 2024.

Composition of the Board

The Board represents an appropriate mix of Executive, Non-Executive and Independent Directors, which is compliant with the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") and is also in line with the best practices of Corporate Governance. **There are no inter-se relationships among your Board members.**

Classification of the Board

Category of Director	Number of Directors (men)	Number of Directors (women)	Total no. of Directors	% of Total no. of Directors
Executive Directors	1	0	1	12.5
Non-Executive Directors	2	1	3	37.5
Independent Directors	3	1	4	50.0
Total	**6**	**2**	**8**	**100.0**

The Board is classified broadly as follows:

Sl. No.	Name of the Director	Status	Category
1	Mr. Srinivas Sadu	Executive Chairman	Executive Director (Professional Director) and Chairman
2	Ms. Naina Lal Kidwai	Director	Independent Director
3	Mr. Udo Johannes Vetter	Director	Independent Director
4	Mr. Satyanarayana Murthy Chavali	Director	Independent Director
5	Mr. Essaji Goolam Vahanvati	Director	Independent Director
6	Dr. Jia Ai (Allen) Zhang	Director	Non-Executive & Non- Independent Director
7	Mr. Wenjie Zhang	Director	Non-Executive & Non- Independent Director
8	Ms. Wei Huang	Director	Non-Executive & Non- Independent Director

The statutory details of the directors, including the directorships held by them in other listed companies and their committee memberships/chairpersonships in other public companies, are listed in **Annexure A**.

Further, during the year under review, the following changes took place in the constitution of the Board of Directors:

Sl. No.	Name of the Director	Date of Appointment/ Cessation	Remarks
1	Mr. Yiu Kwan Stanley Lau	June 09, 2024	Vacated office due to completion of the term as an Independent Director
2	Mr. Qiyu Chen	August 30, 2024	Vacated the office of Director not liable to retire by rotation due to non-receipt of Security Clearance from Ministry of Home Affairs
3	Mr. Yao Fang	August 30, 2024	Vacated the office of Director liable to retire by rotation due to retirement and did not offer himself for reappointment
4	Mr. Wenjie Zhang	August 30, 2024	Appointed as a Non-Executive Director in the 46th AGM
5	Ms. Wei Huang	November 04, 2024	Appointed as an Additional (Non-Executive) Director on November 04, 2024 and was appointed as a Non-Executive Director vide resolution passed through Postal Ballot dated December 08, 2024

Board Skill Matrix

The Board of Directors of the Company comprises of qualified members who possess relevant skills, expertise and competence for the effective functioning of the Company. The following skills / expertise / competencies have been identified as fundamental for the effective functioning of the Company:

Board Skills/ Expertise/ Competencies

Area of Expertise	Particulars
Global Economics	Understanding of diverse business environments, regulatory framework, economic & political conditions and cultures globally
Corporate Governance	Protection of stakeholders' interest, observing best governance practices, identifying key governance risks
General Management, Human Resource and Leadership	General know-how of business management, talent management and development, workplace health & safety
Pharmaceuticals, Science and Technology	Significant background and experience in pharmaceuticals sector, science and technology domain
Information Technology	Knowledge on Information Technology in day–to-day business activities
Finance & Accounts	Proficiency in financial management, financial reporting process, budgeting, treasury operations, audit, capital allocation
Manufacturing, Quality and Supply Chain	Operational expertise and technical know-how in the area of manufacturing, quality and supply chain
Sales, Marketing, Commercial	Experience in strategising market share growth, building brand awareness, enhancing enterprise reputation
M&A and Business Development	Examining M&A deals for inorganic growth in line with the Company's growth strategy

The skills which are currently available with the Board members have been mapped below:

Name	Global Economics	Corporate Governance	General Management, Human Resource and Leadership	Pharmaceuticals, Science & Technology	Information Technology	Finance & Accounts	Manufacturing Quality & Supply Chain	Sales, Marketing, Commercial, M&A and Business Development
Srinivas Sadu	√	√	√	√	√		√	√
Wenjie Zhang	√	√	√	√	√		√	√
Wei Huang		√	√	√	√		√	
Udo Johannes Vetter	√	√	√	√	√		√	√
Satyanarayana Murthy Chavali	√	√	√	√	√	√		√
Essaji Goolam Vahanvati	√	√	√		√	√		
Naina Lal Kidwai	√	√	√		√	√		√
Dr. Jia Ai (Allen) Zhang	√	√	√	√	√		√	

Board Membership Criteria and Selection Process

The Nomination and Remuneration Committee (hereinafter referred as 'NRC') is responsible for identifying and evaluating a suitable candidate for the Board. While selecting a candidate, the NRC reviews and evaluates the Board's composition and diversity to ensure that the Board and its committees have an appropriate mix of skills, experience, independence and knowledge for continued effectiveness. We acknowledge the importance of diversity in the Boardroom as a driver of effectiveness. For the Board, diversity encompasses plurality in perspective, experience, education, background, ethnicity, nationality, age, gender and other personal attributes.

To ensure a transparent selection process, the guidance on eligibility criteria and attributes for an individual's appointment on the Board, including Independent Directors, has been defined in the Nomination and Remuneration Policy and Board Diversity Policy of the Company. The candidate is, inter alia, screened based on background, knowledge, skills, abilities (including their ability to exercise sound judgement), professional experience and functional expertise, and educational and professional background. The NRC recommends the appointment of a candidate based on the defined criteria and attributes. The Board, on recommendation of the NRC and profile of the candidate, recommends the appointment to the members of the Company, wherever applicable, for their approval.

Role of the Board of Directors

The Board of Directors is the apex body constituted by the shareholders and is vested with the powers of governance, giving strategic and operational direction and to control the affairs of the Company. In order to make an informed decision, the Board of Directors have access to all relevant information and are free to approach the employees of the Company. Driven by the principles of Corporate Governance Philosophy, the Board strives to work in the best interest of the Company and its stakeholders. The matters required to be placed before the Board, inter-alia, include:

- Annual operating plans, budgets, capital budgets and updates thereon
- Supervision of financial and tax management strategies
- the corporate strategy
- Proposals requiring strategic guidance and approval of the Board
- Regular business / function updates
- Update on Corporate Social Responsibility (CSR) activities
- Significant changes in accounting policies and internal controls
- Takeover of a company or acquisition of a controlling or substantial stake in another company
- Details of joint venture or collaboration agreements and M&A
- Sale of investment, subsidiaries, assets which are material in nature and not in the normal course of business
- Quarterly and Annual consolidated and standalone results & financial statements of the Company
- Show cause, demand, prosecution notices and penalty notices, if material
- Fatal or serious accidents, dangerous occurrences, material effluent or pollution problems, if any
- Any material default in financial obligations to and by the Company or substantial non-payment for goods sold and services provided by the Company
- Any issue which involves possible public or product liability claims of substantial nature, if any including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that may have negative implications on the Company
- Significant labour problem and their proposed solutions
    - Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme, etc.
    - Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material
- Minutes of meetings of the Board and its Committees, resolutions passed by circulation, and Board minutes of unlisted subsidiary companies
- The information on recruitment and remuneration of senior officers just below the level of Board of Directors, including appointment or removal of Chief Financial Officer and the Company Secretary
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property
- Human resource updates and strategies
- Quarterly compliance certificate which includes non-compliance, if any, of regulatory, statutory nature or listing requirements and shareholders' service such as non-payment of dividend, delay in share transfer, etc.
- Appointment and remuneration of Directors, Key Managerial Personnel and Senior Management
- Performance evaluation of the Board, its committees and each director
- Formation/re-constitution of committees
- Significant transactions or arrangements by subsidiary companies
- Statutory disclosures received from the directors

Independent Directors

The Nomination and Remuneration Policy and the Board Diversity Policy set out the criteria for appointment of Independent Directors. Each Independent Director, at the time of appointment, and thereafter, at the beginning of each financial year submits a declaration confirming their independence as well as compliances under section 149(6) and the rules made thereunder, Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The declaration of independence received from the Independent Directors are noted and taken on record by the Board. **In the opinion of the Board of Directors, the Independent Directors fulfil the criteria of independence as stated under 149(6) as well as the rules made thereunder of the Companies Act, 2013; Regulation 16(1)(b) of the Listing Regulations and are independent of the management**. In compliance with Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014; the Independent Directors have registered themselves on the data bank maintained by the Indian Institute of Corporate Affairs. None of the Independent Directors of the Company serve as an Independent Director in more than 7 listed companies or as a Whole-Time Director in any listed Company. As a process, at the time of appointment / re-appointment, each Independent Director is issued a formal letter of appointment containing the terms of appointment, roles and duties, the evaluation process, applicability of Code of Conduct of the Company and Code of Conduct on Prevention of Insider Trading, etc. The draft letter of appointment is available on the Company's website, at https://glandpharma.com/investors/corporate-governance

Meeting of Independent Directors:

Pursuant to Schedule IV of the Companies Act, 2013; the Independent Directors will meet without the presence of the management and Non-Executive Directors. During the year under review, the four Independent Directors met once on 20th March, 2025. The Independent Directors inter alia discuss matters arising out of the agenda of the Board and Board committees, Company's performance, identify areas where they need clarity or information from management. They review the performance of the Board as a whole as well as that of Non-Independent Directors, Executive Chairman and CEO by considering the views of Executive and Non-Executive Directors. They also assess the quality, quantity, effectiveness and promptness of the flow of information between the Company's management and the Board. They periodically meet the Statutory Auditor and the Internal auditor without the presence of the management to understand the overall quality of audit, quality of financials, key financial matters and corrective actions to be taken for strengthening the internal controls of the Company and their general feedback.

Familiarisation Programme for Board Members Induction

Gland has a robust induction process that enables newly appointed directors to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates. All the Directors of the Company are made aware of their roles and duties at their time of appointment / re-appointment through a formal letter of appointment, which also stipulates other terms and conditions of their appointment. The Company has an orientation process which includes one-to-one interactive sessions with the Executive Committee members. The directors are apprised about the nature of industry, business model, existing group structure, Company's Code of Conduct, Insider Trading Code, brief profile of other Board members, Memorandum and Articles of Association, financial results of past one year, committee charters, Whistle Blower policy, CSR policy, Policy on dealing with related party transactions, etc. The Company also arranges factory visits for the directors to gain a better understanding of the Company's business.

Regular familiarisation:

As part of their ongoing training, business / functional heads make regular strategic presentations to the Board. The members of the Board are regularly updated regarding key developments in the Company and on any important regulatory amendments applicable to the Company. The Directors are provided regular updates on the business units / subsidiary companies, business performance, operations, finance and risk management framework, etc. The Statutory Auditors and the Internal auditors meet the Independent Directors to discuss Company's affairs without the presence of the management.

During FY 2024-25, the Company comprehensively updated the familiarisation programme to cover its enhanced initiatives and inclusion of brief topics discussed during FY 2023-24. Details of the familiarisation programme for the Independent directors are put up on the Company's website https://glandpharma.com/investors/corporate-governance

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board had carried out an annual evaluation of its own performance and of its Committees as well as the performance of each individual director.

Board Evaluation Criteria

Feedback was sought based on the evaluation criteria approved by the NRC for evaluating the performance of the Board, its Committees and individual directors. The Executive Chairman & CEO and the Independent Directors were evaluated on a few additional parameters. The criteria for performance evaluation include the following:

- **The Board –** Structure, composition of the Board, Board meeting schedule, agenda and collaterals, Board meeting practices and overall effectiveness of the Board.
- **Board Committees –** Composition, their role and responsibilities, information flow and effectiveness of the meetings, recommendations to the Board, effectiveness of Committee Chairperson, etc.
- **Individual Director –** Attendance at the meetings, preparedness for discussion, quality of contribution, engagement with fellow Board members, key managerial personnel and senior management, etc.
- **The Chairman –** Leadership of the Board, promoting effective participation of all Board members in the decision-making process, etc.
- **Independent Directors –** Independence from the Company, exercising independent judgement in decision-making, contributing strongly to the objectivity of the Board's deliberations based on their external expertise, etc.
- **CEO –** He was additionally evaluated against the Key Performance Indicators (hereinafter referred as 'KPIs') set at the beginning of the financial year, which, inter alia, included both long-term and short-term financial and non-financial performance parameters. The financial parameters included targets on revenue, EBITDA, PAT, etc. The non-financial parameters cover areas such as strategy and portfolio, talent and leadership management, succession planning, operations and quality, etc. The Board and the NRC regularly reviews the progress on the KPIs. The evaluation report was also discussed at the meeting

of the Board of Directors, committees and the Independent Directors.

The directors were satisfied with the Company's standard of governance, its transparency, meeting practices and overall Board effectiveness.

Succession Planning of the Board and Senior Management

The NRC reviews and manages the succession planning of top leadership positions in the Company. It defines the leadership competencies and takes suitable steps to build robust succession plans. The NRC reviews the succession planning on a regular basis.

Board Meetings & Procedure

The Board and the Board committee meetings are pre-scheduled and an annual calendar of the meetings is circulated to the directors well in advance to facilitate planning of their schedule and to ensure meaningful participation in the Board and committee meetings. However, in case of urgent matters, the Board's approval is taken by passing resolutions by circulation. The Board, the Audit Committee and the NRC are facilitated with the annual agenda plan in advance. The management team is invited to provide update on the Company's performance in key areas such as the major business segments, key functions and subsidiaries. The Chief Financial Officer is an invitee to all the Board meetings of the Company. The Company Secretary finalises the agenda for the meetings in consultation with the Executive Chairman and the same is circulated to the Board/Committee members in advance. With respect to the agenda for the committee meetings, the chairperson of the respective committee is consulted while finalising the agenda. In special and exceptional circumstances, additional item(s) are taken up as 'any other item' with the permission of the respective chairperson and consent of majority of the Board / respective committee members present at the meeting. The agenda of the Board and Committee meetings is circulated electronically.

Post-Meeting Follow-up System

The Company has an effective post-meeting follow-up system. The Company tracks important decisions taken and discussions held at the Board and Board Committee, meetings till their closure. After each Board and Board Committee meeting, action points arising out of it are immediately informed to the respective owners for required action.

Number of Board Meetings held

The Board of Directors met 8 times on April 29, 2024; May 22, 2024; June 07, 2024; August 06, 2024; October 04, 2024; November 04, 2024; February 03, 2025 and February 26, 2025.

Minutes of the Board & Committee meetings:

The Company Secretary records the minutes of the proceedings of each Board and Board committee meetings. Draft minutes are circulated to the Board and the respective committee members for their inputs and comments. The finalised minutes are entered in the respective minutes books within 30 days from the conclusion of the meeting. A certified copy of the signed minutes is also circulated to the Board and respective committee members in compliance with the Secretarial Standard - 1.

Attendance of the Directors

Attendance of directors at the Board meetings either in person or through video conference during FY 2024-25 and at the last Annual General Meeting (AGM):

Sl. No.	Name of the Director	Particulars		
		No. of Board Meetings Director was entitled to attend	No. of Board Meetings Participated	Last AGM (30.08.2024)
1	Mr. Yiu Kwan Stanley Lau#	3	3	NA
2	Mr. Srinivas Sadu	8	8	Yes
3	Mr. Qiyu Chen*	4	2	NA
4	Mr. Udo Johannes Vetter	8	8	Yes
5	Mr. Satyanarayana Murthy Chavali	8	8	Yes
6	Mr. Essaji Goolam Vahanvati	8	7	Yes
7	Ms. Naina Lal Kidwai	8	8	Yes
8	Dr. Jia Ai (Allen) Zhang	8	8	Yes
9	Mr. Yao Fang*	4	4	NA
10	Mr. Wenjie Zhang[1]	4	2	NA
11	Ms. Wei Huang[2]	2	1	NA

#Mr. Yiu Kwan Stanley Lau retired as an Independent Director on June 9, 2024 consequent to the completion of his term as an Independent Director.

*Mr. Chen Qiyu vacated his office as a Director not liable to retire by rotation on 30.08.2024 as the Security Clearance was not obtained. Mr. Yao Fang did not offer himself for reappointment in the AGM held on 30.08.2024 and hence vacated the office of Director liable to retire by rotation.

[1]Mr. Wenjie Zhang was appointed as a Director, liable to retire by rotation with effect from 30.08.2024

[2]Ms. Wei Huang was appointed as a Director, liable to retire by rotation with effect from 04.11.2024

Remuneration to Directors: The details of remuneration to directors during FY 2024-25 are given below:

Executive Director

(Amt in ₹ Mn)

Name of the Director	Salary	Commission	PF	Perquisites	Others	Total
Mr. Srinivas Sadu	82.86*	-	3.53	-	-	86.39

*includes (i) an amount of ₹ 24.12 Mn (SGD 374,964) as remuneration for the services performed as a Director in Gland Pharma International Pte. Ltd, the Wholly-Owned subsidiary of the Company, (ii) Performance Linked Variable pay of ₹ 13.73 Mn.

Non-Executive Directors

(Amt in ₹ Mn)

Sl. No.	Name of the Director	Particulars of remuneration			Total amount
		Sitting fees	Commission	Others	
Independent Directors					
(i)	Mr. Satyanarayana Murthy Chavali#	1.9	2.50	-	4.40
(ii)	Mr. Yiu Kwan Stanley Lau	0.30	-	-	0.30
(iii)	Mr. Essaji Goolam Vahanvati	1.40	2.50	-	3.90
(iv)	Mr. Udo Johannes Vetter#	1.60	2.50	-	4.10
(v)	Ms. Naina Lal Kidwai	1.00	10.00	-	11.00

#In addition, Mr. Satyanarayana Murthy Chavali receives a remuneration of USD 20,000 per annum for his services as a Director on the Board of Gland Pharma International Pte. Ltd and Mr. Udo Johannes Vetter receives a remuneration of EURO 25,000 per annum for his services as a Member of the Supervisory Board of Phixen SAS. Both the aforementioned Companies are the wholly owned material subsidiaries of Gland Pharma Limited, and the remuneration would be paid to the Directors by the respective companies directly.

As per the Nomination and Remuneration policy, the independent Directors of the Company are being paid Commission on the profits of the Company as approved by the shareholders of the Company, which may vary from One Independent Director to another. In no case, the commission shall exceed 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013. The Independent Directors are not entitled to stock options.

The Non-Executive Directors do not have any pecuniary relationship or transactions with the Company during FY 2024-25. None of the Non-Executive Directors were paid Sitting fee. The Non-Executive Directors are not entitled to stock options.

The sitting fee is paid immediately after the respective Board Meeting / Committee Meeting to the Independent Directors who attend the meetings. The commission to Independent Director is payable at the end of the financial year after the annual financial statements are approved by the Board.

All the directors are entitled to reimbursement of reasonable expenses incurred during the performance of their duty as a director.

None of the Directors is related to each other or to any of the Key Managerial Personnel.

Number of shares and convertible instruments held by Non- Executive Directors:

None of the Directors of the Company including Non-Executive Directors hold any Shares or Convertible instruments, as on 31st March, 2025.

Board committees:

The Board committees are set up by the Board and are governed by their respective terms of reference which exhibit their scope and responsibilities. Presently, the Board has six committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, and Share Transfer Committee, Risk Management Committee, Corporate Social Responsibility Committee, and ESOP Compensation Committee. The committees operate under the direct supervision of the Board. Generally, Committee meetings are held prior to the Board meeting and the Chairperson of the respective committees report to the Board about the deliberations and decisions taken by the committees.

Audit Committee:

Composition of the Audit Committee:

The Audit Committee currently comprises of three Independent Directors. The Committee is headed by Mr. Satynarayana Murthy Chavali. Mr. Essaji Goolam Vahanvati and Mr. Udo J Vetter are the members of the Audit Committee. The Company Secretary of the Company is the Secretary to the Committee. The composition of the Committee meets the requirements of section 177 of the Companies Act, 2013 and the SEBI Listing Regulations.

Role of Audit Committee

The role of the Audit Committee is as per the terms of reference of the Audit Committee as approved by the Board of Directors and in line with the Companies Act, 2013 and SEBI Listing Regulations, which are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information

to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, replacement, reappointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any services other than the Statutory Audit rendered by the Statutory Auditors;
4. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board of Directors for approval, with particular reference to:
   a) Matters required to be included in the Director's responsibility statement to be included in the Board's report, in terms of the Companies Act, 2013;
   b) Changes, if any, in accounting policies and practices and reasons for the same;
   c) Major accounting entries involving estimates based on the exercise of judgment by the management;
   d) Significant adjustments made in the financial statements arising out of audit findings;
   e) Compliance with listing and other legal requirements relating to financial statements;
   f) Disclosure of any related party transactions; and
   g) Qualifications and modified opinion(s) in the draft audit report.
5. Reviewing with the management, the quarterly financial statements before submission to the Board of Directors for approval;
6. Examination of the financial statement and auditor's report thereon;
7. Monitoring the end use of funds raised through public offers and related matters;
8. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;
9. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
10. Approval or any subsequent modification of transactions of the Company with related parties;
11. Scrutiny of inter-corporate loans and investments;
12. Valuation of undertakings or assets of the Company, wherever it is necessary;
13. Evaluation of internal financial controls and risk management systems;
14. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
15. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
16. Discussion with internal auditors of any significant findings and follow up there on;
17. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
18. Discussion with statutory auditors, internal auditors, secretarial auditors and cost auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
19. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
20. To review the functioning of the whistle blower mechanism;
21. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
22. Carrying out any other function as may be required / mandated as per the provisions of the Companies Act, 2013; SEBI Listing Regulations and/or any other applicable laws;
23. Reviewing the utilisation of loan and/or advances from investment by the holding company in the subsidiary exceeding ₹1,000 million or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments; and
24. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation, etc. on the listed entity and its shareholders.

The audit committee shall mandatorily review the following information:

(1) management discussion and analysis of financial condition and results of operations;
(2) management letters / letters of internal control weaknesses issued by the statutory auditors;
(3) internal audit reports relating to internal control weaknesses;
(4) the appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee; and
(5) statement of deviations as and when becomes applicable:
   (a) quarterly statement of deviation(s) submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
   (b) annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Meetings of Audit Committee:
During the year under review, the Audit Committee met four times on May 22, 2024; August 06, 2024; November 04, 2024 and February 03, 2025.

Composition and attendance of Audit Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	4
Mr. Essaji Goolam Vahanvati	Member	Independent Director	4
Mr. Udo Johannes Vetter	Member	Independent Director	3

Mr. Srinivas Sadu, Executive Chairman, Mr. Ravi Shekhar Mitra, CFO and Mr. Wu Rong, Financial Controller of the Company are the Special invitees to every Audit Committee Meeting.

There was 92% attendance of all the members at the Audit Committee meetings held during FY 2024-25. The Chairman of the Committee has attended the Annual General Meeting of the Company held on 30th August, 2024 to answer the queries raised by the shareholders.

Nomination and Remuneration Committee (NRC)

Composition of the Nomination and Remuneration Committee:
The NRC currently comprises of three Independent Directors and one Non-Executive Director. The Committee is headed by Mr. Satyanarayana Murthy Chavali and has Mr. Essaji Goolam Vahanvati, Mr. Udo J Vetter and Ms. Wei Huang (with effect from November 04, 2024) as its members. The Company Secretary of the Company is the Secretary to the NRC. The composition of the Committee meets the requirements of Section 178 of the Companies Act, 2013 and the SEBI Listing Regulations.

Role of Nomination and Remuneration Committee:
The role of the NRC is as follows:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors, a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
   The Nomination and Remuneration Committee, while formulating the above policy, should ensure that —
   (i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
   (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
   (iii) remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a) use the services of an external agency, if required;

b) consider candidates from a wide range of backgrounds, having due regard to diversity; and

c) consider the time commitments of the candidates.

3. Formulating criteria for evaluation of performance of Independent Directors and the Board of Directors;
4. Devising a policy on diversity of the Board of Directors;
5. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
6. Appointment, extension or continuing the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
7. Recommending to the Board, all remuneration, in whatever form, payable to senior management.
8. Carrying out any other function as is mandated by the Board from time to time and / or enforced/ mandated by any statutory notification, amendment or modification, as may be applicable; and
9. Performing such other functions as may be necessary or appropriate for the performance of its duties.

During the year under review, the Nomination and Remuneration Committee met six times on April 26, 2024; August 06, 2024; October 04, 2024; November 04, 2024; December 03, 2024 and January 10, 2025.

Composition and attendance of Nomination and Remuneration Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	6
Mr. Essaji Goolam Vahanvati	Member	Independent Director	4
Mr. Udo Johannes Vetter	Member	Independent Director	6
Ms. Wei Huang	Member	Non-Executive Director	2

There was 90% attendance of the all the members at the Nomination and Remuneration Committee meetings held during FY 2024-25. The Chairman of the Committee hast attended the Annual General Meeting of the Company held on 30th August, 2024 to answer the queries raised by the shareholders.

Stakeholders' Relationship Committee and Share Transfer Committee (SRC)

Composition of the Stakeholders' Relationship Committee and Share Transfer Committee:

The SRC currently comprises of two Non-Executive Directors and One Executive Director. Out of the two Non-Executive Directors, one is Independent Director and is the Chairman of the Committee. The Committee is headed by Mr. Satyanarayana Murthy Chavali and has Mr. Wenjie Zhang (Non-Executive Director) and Mr. Srinivas Sadu (Executive Director) as its members.

Mr. Wenjie Zhang has been appointed as a member of the Committee, effective November 4, 2024, succeeding Mr. Yao Fang following his retirement. The Company Secretary of the Company is the Secretary to the SRC. The Compliance Officer of the Company is Mr. Sampath Kumar Pallerlamudi, Company Secretary of the Company.

The composition of the Committee meets the requirements of the Companies Act, 2013 and the SEBI Listing Regulations.

Role of SRC:

(1) Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, notice for general meetings, etc;

(2) Review of measures taken for effective exercise of voting rights by shareholders;

(3) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent; and

(4) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Complaints received and resolved during the year ended 31st March, 2025:

Complaints received during the year: NIL

Complaints resolved during the year: NIL

Complaints pending at the end of the year: NIL

During the year under review, the Stakeholders' Relationship Committee and Share Transfer Committee met two times on May 22, 2024 and August 06, 2024.

Composition and attendance of Stakeholders' Relationship Committee and Share Transfer Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	2
Mr. Srinivas Sadu	Member	Executive Chairman	2
Mr. Yao Fang	Member	Non-Executive Director	2
Mr. Wenjie Zhang	Member	Non-Executive Director	0*

*No meetings were held following the appointment of Mr. Wenjie Zhang during the year under review.

There was 100% attendance of the all the members at the Stakeholders' Relationship Committee and Share Transfer Committee meetings held during FY 2024-25. The Chairman of the Committee has attended the Annual General Meeting of the Company held on 30th August, 2024 to answer the queries raised by the shareholders.

Corporate Social Responsibility (CSR) Committee

Composition of the CSR Committee:

The CSR Committee currently comprises of two Non-Executive Directors and One Executive Director. Out of the two Non-Executive Directors, one is Independent Director. Mr. Srinivas Sadu, Executive Chairman of the Company is the Chairman of the Committee. The Company Secretary of the Company is the Secretary to the CSR Committee.

The composition of the Committee meets the requirements of the Companies Act, 2013.

Role of CSR Committee:

a. Formulation of a corporate social responsibility policy to the Board, indicating the activities to be undertaken by the Company in areas or subject specified in the Companies Act, 2013. The activities should be within the list of permitted activities specified in the Companies Act, 2013 and the rules thereunder;

b. Recommending the amount of expenditure to be incurred, amount to be at least 2% of the average net profit of the Company in the three immediately preceding financial years;

c. Instituting a transparent monitoring mechanism for implementation of the corporate social responsibility projects or programs or activities undertaken by the Company;

d. Monitoring the corporate social responsibility policy from time to time and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

e. Identifying corporate social responsibility policy partners and corporate social responsibility policy programmes;

f. Identifying and appointing the corporate social responsibility team of the Company including corporate social responsibility manager, wherever required; and

g. Performing such other duties and functions as the Board may require the corporate social responsibility committee to undertake to promote the corporate social responsibility activities of the Company.

During the year under review, the Corporate Social Responsibility Committee met once on April 24, 2024.

Composition and attendance of Corporate Social Responsibility Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Srinivas Sadu	Chairman	Executive Chairman	1
Mr. Essaji Goolam Vahanvati	Member	Independent Director	1
Dr. Jia Ai (Allen) Zhang	Member	Non-Executive Director	1

The average attendance of the members at the CSR Committee meetings during FY 2024- 25 was 100%.

Risk Management Committee

Composition of the Risk Management Committee:

The Risk Management Committee currently comprises of four members (three Directors and one KMP), out of which Ms. Naina Lal Kidwai, the Chairperson of the Committee is an Independent Director. Mr. Srinivas Sadu, Executive Chairman, Dr. Jia Ai Zhang, Non-Executive Director and Mr. Ravi Shekhar Mitra, CFO are the members of the Committee. The Company Secretary of the Company is the Secretary to the Risk Management Committee.

Dr. Jia Ai Zhang has been appointed as a member of the Committee, effective November 4, 2024, succeeding Mr. Yao Fang following his retirement.

The composition of the Committee meets the requirements of the SEBI Listing Regulations.

Role of Risk Management Committee:

1. To formulate a detailed risk management policy which shall include:
   a. A framework for identification of internal and external risks specifically faced by the Company, in particular, financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
   b. Measures for risk mitigation including systems and processes for internal control of identified risks.
   c. Business Continuity Plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
7. To coordinate with other committees where there is an overlap of activities with other committees, as per the framework as laid down by the Board of Directors of the Company;
8. Review the adequacy and effectiveness of various risk management initiatives of the organisation and approve appropriate risk management framework;
9. Provide directions to ensure effective implementation of various risk management practices across the organisation;
10. Review of Risk Register and Risk Profile (including mitigation plans) of the organisation;
11. Establishment of the risk management structure and authorising roles and responsibilities for key stakeholders;
12. Allocating adequate resources for treating critical risks and (or) risk events;
13. Monitor and review the risk management plan; and
14. Discharge such duties and functions as may be delegated to the Committee by the Board under the applicable laws from time to time.

During the year under review, the Risk Management Committee met twice on August 30, 2024 and March 20, 2025.

Composition and attendance of Risk Management Committee

Name of the Director / Officer	Position	Category	No. of Meetings attended
Ms. Naina Lal Kidwai	Chairperson	Independent Director	2
Mr. Srinivas Sadu	Member	Executive Chairman	2
Dr. Jia Ai Zhang	Member	Non-Executive Director	1
Mr. Ravi Shekhar Mitra	Member	CFO	2

The average attendance of the members at the Risk Management Committee meetings during FY 2024-25 was 100%.

ESOP Compensation Committee

Composition of the ESOP Compensation Committee:

The ESOP Compensation Committee currently comprises of three Independent Directors. The Committee is headed by Mr. Satyanarayana Murthy Chavali and has Mr. Essaji Goolam Vahanvati and Mr. Udo J Vetter as its members. The Company Secretary of the Company is the Secretary to the ESOP Compensation Committee.

Role of ESOP Compensation Committee:

a. To act upon and implement the ESOP Scheme, 2019 (Scheme) and ESOP Scheme, 2025;
b. To grant options to employees or Directors of the Company as per the Scheme;
c. To formulate from time to time any new Employee Stock Option scheme;
d. To decide or modify or alter the terms and conditions of any new ESOPS Scheme;
e. To take all such other acts, deeds and things as may be required to give effect for effective implementation of ESOP scheme or any other new scheme as may be formulated from time to time;
f. To make suggestions or recommendations to the Board of Directors as may be required from time to time about proposal for ESOPS;
g. To decide upon eligibility, grant of options, exercising options, ceasing of options, cancellation of options;
h. To allot shares to the Grantees upon exercise of their options; and
i. To take up any other matter relating to the present and future ESOP Scheme.

During the year under review, the ESOP Compensation Committee met twice on June 07, 2024 and February 26, 2025.

Composition and attendance of ESOP Compensation Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	2
Mr. Essaji Goolam Vahanvati	Member	Independent Director	2
Mr. Udo Johannes Vetter	Member	Independent Director	2

The average attendance of the members at the ESOP Compensation Committee meetings during FY 2024-25 was 100.0%.

Policies

In pursuance of the Company's policy to adhere to the ethical and governance standards, the Company, has inter-alia, the following polices and codes. All of them are available on the website – www.glandpharma.com

Policy	Website Link
Policy for Materiality and Disclosure	https://glandpharma.com/images/Policy_for_determination.pdf
Policy on Related Party Transactions	https://glandpharma.com/images/Policy_on_Related_Party_Transactions.pdf
Policy on Familiarization programme for Independent Directors	https://glandpharma.com/images/Details_of_familiarization.pdf
Board Diversity policy	https://glandpharma.com/images/Policy_on_diversity.pdf
Code of Conduct for Board of Directors and Senior Management	https://glandpharma.com/images/Code_conduct.pdf
Policy on succession planning for Board and Senior Management	https://glandpharma.com/images/Succession_plan_directors_management.pdf
Nomination and Remuneration Policy	https://glandpharma.com/images/Nomination_and_remuneration_policy.pdf
Dividend Distribution policy	https://glandpharma.com/images/Dividend_distribution_policy.pdf
Prohibition of Insider Trading Policy	https://glandpharma.com/images/Insider_Trading_Policy_1.pdf
Policy for evaluation of Independent Directors and Directors	https://glandpharma.com/images/Policy_on_evaluation.pdf
Policy for determining 'material' subsidiaries	https://glandpharma.com/images/Policy_for_determining_Material_Subsidiaries_01.pdf
Whistle Blower Policy	https://glandpharma.com/images/Whistle_blower_policy-amended-20.05.2025.pdf

Vigil Mechanism

The Company, as required under Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014, has established a Vigil Mechanism for their Directors, employees and other stakeholders to report their genuine concerns or grievances either in writing or by email to the Chairman of the Audit Committee.

The Audit Committee of the Company shall oversee the vigil mechanism, which provides for adequate safeguards against victimisation of employees and Directors who avail of the vigil mechanism.

All the employees and Directors of the Company are provided direct access to the Chairman of the Audit Committee. No person has been denied access to the Chairman of the Audit Committee.

The said policy has been uploaded on the website of the Company.

Share Transfer System

The Company has appointed MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) as the Registrar and Share Transfer Agent. In compliance with Regulation 40 of the Listing Regulations, the Company is not accepting any new request for effecting transfer of securities in physical mode except in the case of transmission or transposition of securities.

Monitoring Governance of Subsidiary Companies

The following are the subsidiaries of the Company as on March 31, 2025:

Sl. No.	Name of the subsidiary	Category	% of shares held by the Company
1	Gland Pharma International Pte Ltd	Wholly owned Material Subsidiary	100%
2	Gland Pharma USA Inc.	Wholly owned Step-down subsidiary	100%
3	Manxen SAS	Wholly owned Step-down subsidiary	100%
4	Manxen 2 SAS	Wholly owned Step-down subsidiary	100%
5	Manxen 3 SAS	Wholly owned Step-down subsidiary	100%
6	Phixen SAS and its subsidiaries (Cenexi Group)#	Wholly owned Step-down Material subsidiary	100%*

#The wholly owned subsidiaries of Phixen SAS (Cenexi Group) are as under:

1. Cenexi SAS | 2. Cenexi HSC SAS | 3. Cenexi Laboratories Thissen SA | 4. Phineximmo SA

➢ Cenexi 2 SASU and Cenexi 3 SASU were merged with Phixen SAS, effective April 26, 2024

➢ Cenexi Services SAS was merged with Cenexi SAS, effective January 03, 2025

*99.42% stake in Phixen SAS is held by Gland Pharma International Pte. Ltd and the balance 0.58% is held by the Manxen SAS, Manxen 2 SAS and Manxen 3 SAS collectively; which are the wholly owned subsidiaries of Gland Pharma International Pte. Ltd.

Based on the audited financial statements for the financial year 2024-25, Gland Pharma International Pte. Ltd and Phixen SAS continue to qualify as Material Subsidiaries as per Regulation 16(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Satyanarayana Murthy Chavali has been appointed as a Director on the Board of Gland Pharma International Pte. Ltd., effective June 10, 2024, succeeding Mr. Stanley Y. Lau, who completed his term as an Independent Director on the Board of Gland Pharma Limited.

Mr. Udo J Vetter, Independent Director continues to be a member of the Supervisory Board of Phixen SAS and its subsidiaries (Cenexi group).

The minutes of the meetings of the subsidiaries together with a summary of key decisions taken at the Board of the subsidiary companies are placed before the Board of Directors of the Company. The management of the unlisted subsidiaries brings to the notice of the Board of Directors all the significant transactions or arrangement entered into by the unlisted subsidiaries of the Company on a quarterly basis.

Unclaimed dividend and transfer of dividend and shares to IEPF

Pursuant to the provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016; as amended, ('Rules'), the dividend which remains unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company and shares on which dividends are unclaimed or unpaid for a consecutive period of seven years or more are liable to be transferred to IEPF. The Company does not have any unclaimed dividends eligible for transfer to the Investor Education and Protection Fund (IEPF) as on 31 March, 2025.

Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

During the period under review, there were no outstanding global depository receipts or American depository receipts or warrants or any other convertible instruments and there was no impact on equity.

List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year:

The Company has not obtained any credit ratings.

Other Disclosures

Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large:

During FY 2024-25, there were no materially significant related party transactions ('RPTs') that may have potential conflict with the interests of the Company. All contracts, arrangements and transactions entered by the Company with related parties during FY 2024-25 were in the ordinary course of business and on an arm's length basis.

Prior omnibus approval of the Audit Committee is obtained for related party transactions which are repetitive in nature. All related party transactions are placed before the Audit Committee on a quarterly basis for its review and approval, as applicable. The Board of Directors has approved and adopted "Policy on Related party transactions" and the same is updated from time to time, basis the amendment in the regulatory provision.

Details of non-compliance by the listed entity, penalties, strictures imposed on the Company by stock exchange(s) or the SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

The Company has complied with the requirements of the stock exchanges, SEBI and other statutory authorities on all matters related to capital markets since listing of its shares in November, 2020 and accordingly no penalties or strictures were imposed on the Company by the stock exchanges, SEBI or any other statutory authority during the FY 2024-25.

Compliance with the mandatory requirements of Corporate Governance as specified in Regulations 17 to 27; clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulation:

The Company is in compliance with the mandatory requirements of Corporate Governance as specified in Regulations 17 to 27; clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Schedule V of the Listing Regulations. The Company is in compliance with all the applicable provisions and requirement of Corporate Governance Report.

Disclosure of commodity price risks and commodity hedging activities:

The cost of raw materials forms a large portion of the Company's operating expenses. The Company monitors the price of key commodities closely and formulates procurement strategies based on actual price movements and trends as well as external regulatory environment. The Company has adequate governance structure to align and review procurement strategies in line with external and internal dynamics. The Company has not entered into any material derivative contracts to hedge exposure to fluctuations in commodity prices. Accordingly, no disclosure is required pursuant to SEBI circular dated 15th November, 2018.

Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):

During FY 2024-25, the Company has not raised funds through Initial Public Offer or any other private placement or preferential offer. However, the Company had allotted 45,900 fully paid-up equity shares of ₹ 1/- each to its employees under the Employee Stock Option Scheme, 2019 during the period under review.

A Certificate on eligibility status of Directors :

A certificate from a Company Secretary in practice that none of the Directors is disqualified or debarred from being appointed or continuing as a director of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any other authority is provided in **Annexure D** which forms part of this report.

The securities of the Company were not suspended from trading at any time during the year.

The Company does not enter into any derivative instruments for trading or speculative purposes. The details of foreign exchange exposures as on 31st March, 2025 are disclosed in Notes to the standalone financial statements.

Details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm / network entity of which Statutory Auditor is a part, are as follows:

(₹ in million)

Type of service	Year Ended 2024-25	Year Ended 2023-24*
Audit and related services	25.74	23.93
Other services	-	4.80
Total	**25.74**	**28.73**

*includes ₹8.79 Mn paid to erstwhile auditors and their network firms.

During FY 2024-25, the Board of Directors has accepted all the recommendations of the Committees of the Board.

Disclosures on complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, during FY 2024-25: -

Type of service	Number
Number of complaints filed during the financial year	3
Number of complaints disposed of during the financial year	3
Number of complaints pending as on 31st March, 2025	0

Disclosure by listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:

During the period under review, neither the Company nor any of its Subsidiaries have extended any Loans or advances in the nature of loan to any firms/ companies in which directors are interested.

Disclosures with respect to demat suspense account/ unclaimed suspense account:

The Company has not transferred any shares to demat suspense account/ unclaimed suspense account.

Compliance Report on discretionary requirements under Regulation 27(1) of Listing Regulations read with Part E of Schedule II:

1. The auditors' report on financial statements of the Company is unmodified.
2. Reporting of Internal Auditor: Internal auditor regularly updates the Audit Committee on internal audit findings.

Shareholder Information and Communication:

Financial Results:
During the year, financial results were published in the following newspapers: Business Standard (All Editions) and in Andhra Prabha (Hyderabad edition). The annual / half yearly / quarterly results were disclosed to the stock exchanges and are also displayed on the Company's website – www.glandpharma.com

News and Media Release
The official news and media releases are disseminated to the stock exchanges and displayed on the Company's website

Earning calls and presentations to Institutional Investors / Analysts:
The Company organises an earnings call with analysts and investors after the announcement of financial results. The transcript and audio recording of the earnings call is also uploaded on the Company's website as well as filed with the stock exchanges where the securities of the Company are listed.

Presentations made to institutional investors and financial analysts on the financial results is filed with the stock exchanges and uploaded on the Company's website.

Compliance reports, corporate announcements, material information and updates:
The Company disseminates the requisite corporate announcements including the Listing Regulation compliances through NSE Electronic Application Processing System (NEAPS) / NSE Digital Portal /BSE Corporate Compliance & Listing Centre. The NEAPS / NSE Digital Portal/ BSE's Listing Centre is a web-based application and periodical filings like shareholding pattern, corporate governance report, financial results, material / price sensitive information, etc. are filed electronically on such designated platforms.

Annual Report
The Annual Report for FY 2024-25 is uploaded on the Company's website and will be circulated to members and others entitled thereto in electronic mode. The Annual Report will also be submitted to the stock exchanges.

Website
The Company's website contains a separate section for investors. Information on various topics such as the Board of Directors, Committees of the Board, Policies, Annual Reports, Intimation to stock exchanges are available on the website of the Company.

General Body Meetings
Particulars of last three Annual General Meetings:

AGM	Year ended	Venue	Date	Time
46th	31-03-2024	Through video conferencing (VC)/ other audio visual means (OAVM).	30.08.2024	11.00 A.M
45th	31-03-2023	Through video conferencing (VC)/ other audio visual means (OAVM).	31.08.2023	11.00 A.M
44th	31-03-2022	Through video conferencing (VC)/ other audio-visual means (OAVM).	30.08.2022	11.00 A.M

The Company did not pass any Special Resolutions in the last three AGMs.

Details of voting pattern on the resolutions passed through postal ballot:
During the year under review, five resolutions were passed through three postal ballots, the details of the same are provided as under:

Details of 1st Postal Ballot

1. Date of postal ballot notice: November 04, 2024
2. Date of declaration of results: December 09, 2024
3. Voting period: November 09, 2024 to December 08, 2024

S. No	Details of the Resolution	Type of resolution	No of Votes Polled	Votes cast in favour		Votes cast against	
				No of votes in favour	% in favour	No of votes against	% in against
1.	To appoint Ms. Wei Huang (DIN: 10818586) as a Non-Executive Non-Independent Director of the company.	Ordinary Resolution	146,359,324	146,266,181	99.93%	93,143	0.06%

Details of 2nd Postal Ballot

1. Date of postal ballot notice: February 03, 2025
2. Date of declaration of results: March 11, 2025
3. Voting period: February 08, 2025 to March 09, 2025

S. No	Details of the Resolution	Type of resolution	No of Votes Polled	Votes cast in favour		Votes cast against	
				No of votes in favour	% in favour	No of votes against	% in against
1.	To consider commission on profits as remuneration to Ms. Naina Lal Kidwai, DIN: 00017806, Independent Director	Special Resolution	147,989,905	146,408,392	98.93%	1,581,513	1.07%
2.	To consider commission on profits as remuneration to Mr. Udo Jahannes Vetter, DIN: 00707474, Independent Director	Ordinary Resolution	147,989,915	147,700,035	99.80%	289,880	0.20%
3.	To consider commission on profits as remuneration to Mr. Essaji G Vahanvati, DIN: 00157299, Independent Director	Ordinary Resolution	147,989,915	147,984,515	100.00%	5,400	0.00%

Details of 3rd Postal Ballot

1. Date of postal ballot notice: February 26, 2025
2. Date of declaration of results: March 31, 2025
3. Voting period: March 01, 2025 to March 30, 2025

S. No	Details of the Resolution	Type of resolution	No of Votes Polled	Votes cast in favour		Votes cast against	
				No of votes in favour	% in favour	No of votes against	% in against
1.	To consider and approve 'Gland Pharma Employee Stock Option Scheme 2025'	Special Resolution	147,842,519	133,613,787	90.38%	14,228,732	9.62%
2.	To consider and approve grant of employee stock options to the employees of Subsidiary Company(ies) of the Company under 'Gland Pharma Employee Stock Option Scheme 2025'	Special Resolution	147,842,519	133,613,789	90.38%	14,228,730	9.62%

- Ms. D Soumya, Practicing Company Secretary conducted all the three postal ballots' exercise as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner
- There is no proposal to conduct postal ballot for any matter in the ensuing Annual General Meeting.
- The Company has passed both Ordinary and Special resolutions through the aforementioned postal ballots.
- **Procedure for postal ballot:**
  In compliance with the Listing Regulations and Sections 108, 110 and other applicable provisions of the Act, read with the Rules framed thereunder and read with the General Circular nos. 14/2020, 17/2020, 02/2021 20/2021, 03/2022, 11/2022, 09/2023 and 09/2024 dated April 8, 2020; April 13, 2020; January 13, 2021; December 8, 2021; May 5, 2022; December 28, 2022; September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs, the Company has provided e-voting facility to all its shareholders, to enable them to cast their votes electronically. The Company engages the services of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) for the purpose of providing such e-voting facility to all its shareholders.

  The Company dispatches the postal ballot notices to its shareholders whose names appear on the register of members/list of beneficiaries as on the cut-off date. The postal ballot notice was sent to the shareholders in electronic form to the email IDs registered with the DPs/RTA.

  Voting rights were reckoned on the paid-up value of the shares registered in the names of the shareholders as on the cut- off date. Shareholders had to exercise their votes by electronic mode and were requested to vote before close of business hours on the last day of e-voting. The last date specified by the Company for e-voting was deemed to be the date of passing of the resolution.

  The scrutiniser submits his / her report to the Chairman of the Board of Directors, or any person authorised by

him, after the completion of scrutiny, and the consolidated results of the voting by postal ballot were then announced. The results were also displayed on the Company's website: www.glandpharma.com besides being communicated to the stock exchanges, depositories and RTA.

General Shareholder Information:

Date, Time and Venue of the AGM	Thursday, 28th August, 2025 at 11.00 AM. The Company is conducting the Annual General Meeting through Video Conferencing / Other Audio-Visual means. For further details please refer to the Notice of AGM.
Financial Year	1st April to 31st March of the next calendar year
Tentative calendar for declaration of Financial Results in FY 2025-26 (Tentative Schedule, subject to change)	
For the quarter ending 30th June, 2025	August 05, 2025
For the quarter and half year ending 30th September, 2025	October 29, 2025
For the quarter and nine months ending 31st December, 2025	January 28, 2026
For the fourth quarter and financial Year ending 31st March, 2026	May 20, 2026
Trading window closure for financial results	From the 1st day from close of every quarter till the completion of 48 hours after the financial results/ UPSI becomes generally available
Date of Book Closure	Not applicable (Record date for Dividend - August 14, 2025)
Dividend and Dividend Payment Date	₹ 18/- per share; to be paid within 30 days of Shareholders approval in the ensuing AGM
Listing on Stock Exchanges	**Equity Shares:** 1. BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 2. National Stock Exchange of India Limited, Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 The Company has paid the requisite annual listing fees to the National Stock Exchange of India Limited and BSE Limited for FY 2025-26.
Stock Code	543245 (BSE)
Symbol	GLAND (NSE)
ISIN Number for NSDL & CDSL	INE068V01023

Address for Correspondence:

For Individual Investors, Grievance and Secretarial matters

Mr. Sampath Kumar Pallerlamudi

Company Secretary & Vice-President (Compliance & CSR)
Tel: +91 8455699999 | Ext: 1194

E-mail: investors@glandpharma.com

For Institutional Investors & Financial Analysts

Please reach out to investors desk at
investors@glandpharma.com

Corporate Office:
Plot No. 11 & 84, TSIIC, Phase – IV,
Pashamylaram (V), Patancheru (M),
Sangareddy District, Hyderabad- 502 307
Phone: +91-8455-699999

Registered Office:
Sy. No. 143 - 148, 150 & 151,
Near Gandimaisamma 'X' Roads,
D.P. Pally, Dundigal,
Dundigal- Gandimaisamma Mandal,
Medchal-Malkajgiri District,
Hyderabad, Telangana- 500 043
Phone: 040- 30510999

Plant Locations:

Formulation Facilities

1. Sy. No. 143-148, 150 & 151, D.P. Pally, Dundigal (Post), Hyderabad – 500 043.
   Telangana, India
2. Unit-I, Plot No.54, 55 & 64 – 68, Phase – III, Industrial Park, Pashamylaram (V), Patancheru (M),Sangareddy District, Hyderabad – 502 307, Telangana, India
3. Unit-II, Plot No.42-52, Phase – III, Industrial Park, Pashamylaram (V), Patancheru (M), Sangareddy District Hyderabad – 502 307, Telangana, India
4. Unit II, Block C, Phase I, Visakhapatnam Special Economic Zone, Duvvada, Visakhapatnam - 530 046, Andhra Pradesh, India

API Facilities

1. Plot No.9, Sy No.542(P), Genome Valley, Kolthur Village, Shamirpet Mandal, Medchal - Malkajgiri District, Hyderabad - 500 078, Telangana, India
2. Unit I, Block C, Phase I, Visakhapatnam Special Economic Zone, Duvvada, Visakhapatnam - 530 046 Andhra Pradesh, India
3. Plot No.49 & 50, Jawaharlal Nehru Pharmacity, Parawada (M), Visakhapatnam – 531 019,Andhra Pradesh, India

Persons holding 1% or more of the equity shares of the Company as on 31st March, 2025

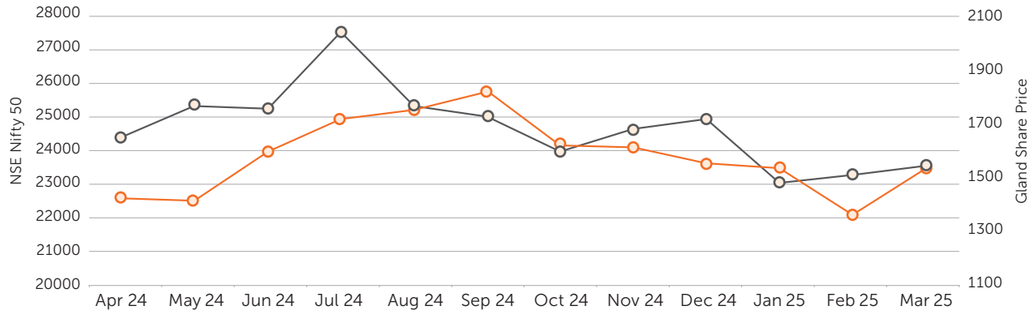
Name	No. of shares	%
Fosun Pharma Industrial Pte. Ltd	85,393,934	51.83
Mirae Asset Mutual Fund	11,173,227	6.78
HDFC Mutual Fund	10,813,759	6.56
Nippon India Mutual Fund	10,008,099	6.07
ICICI Prudential Mutual Fund	7,814,171	4.74
SBI Mutual Fund	5,247,798	3.18
UTI Mutual Fund	1,918,804	1.16
Government Pension Fund Global	2,335,679	1.42

Market Price Data for the period from 1st April, 2024 to 31st March, 2025

Month (FY 2024-25)	BSE Limited			National Stock Exchange of India Limited		
	High	Low	Shares traded	High	Low	Shares traded
Apr-24	1,878.90	1,708.55	11,77,219	1,879.00	1,708.00	1,88,71,108
May-24	1,999.35	1,663.10	3,72,182	1,989.90	1,661.25	73,72,812
Jun-24	1,914.80	1,656.05	1,05,35,105	1,914.75	1,654.50	73,76,136
Jul-24	2,182.00	1,803.00	4,72,864	2,183.85	1,803.00	71,05,588
Aug-24	2,220.95	1,832.00	3,27,903	2,22.95	1,830.00	99,74,925
Sep-24	1,974.00	1,771.20	1,85,378	1,974.55	1,771.00	71,14,421
Oct-24	1,803.80	1,590.00	1,29,825	1,805.00	1,585.75	40,73,774
Nov-24	1,872.50	1,600.00	2,86,794	1,871.70	1,600.00	91,01,208
Dec-24	1,860.00	1,720.05	2,10,567	1,864.00	1,725.00	35,43,173
Jan-25	1,950.60	1,413.75	2,79,065	1,964.00	1,417.05	54,00,156
Feb-25	1,649.95	1,412.00	1,85,740	1,651.90	1,411.10	53,88,383
Mar-25	1,680.00	1,512.00	1,68,634	1,684.90	1,500.00	72,61,725

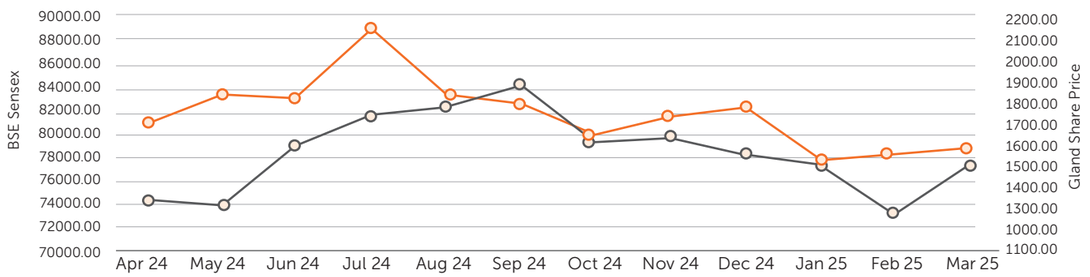
Charts given below shows the stock performance at closing prices in comparison to the broad-based index such as NSE Nifty 50 and BSE Sensex.

NSE Vs Gland Pharma Limited (2024-25)



NSE Nifty 50	22604.85	22530.70	24010.6	24951.15	25235.90	25810.85	24205.35	24131.10	23644.80	23508.40	22124.70	23519.35
Gland Share Price	1711.20	1840.15	1824.85	2141.60	1838.55	1795.90	1651.10	1738.00	1779.35	1524.75	1552.80	1592.40

BSE Vs Gland Pharma Limited (2024-25)



BSE Sensex	74482.78	73961.31	79032.73	81741.34	82365.77	84299.78	79389.06	79802.79	78139.01	77500.57	73198.10	77414.92
Gland Share Price	1711.45	1839.15	1824.50	2143.10	1838.20	1795.15	1650.85	1739.10	1780.05	1526.40	1552.40	1592.20

Distribution of shareholding as on 31st March, 2025 (Class-wise distribution of equity shares)

Category	No. of Folios	% of Total	No. of shares	% of Total
1-5000	115,691	99.80	4,309,379	2.62
5001-10000	54	0.05	390,473	0.24
10001-20000	38	0.03	555,359	0.34
20001-30000	16	0.01	415,112	0.25
30001-40000	4	0.00	134,521	0.08
40001-50000	5	0.01	231,261	0.14
50000-100000	27	0.02	1,929,172	1.17
100001 & above	93	0.08	156,791,146	95.16
Total	**115,928**	**100.00**	**164,756,423**	**100**

Dematerialisation of Shares and Liquidity

As on 31st March, 2025; 158,756,423 shares of the share capital was held in dematerialised form.

Break-up of shares held in physical and dematerialised form as on 31st March, 2025:

Category	No. of Folios	% of Total	No. of shares	% of Total
Physical Mode	10	0.01	6,000,000	3.65
Dematerialised Mode	113,778	99.99	158,756,423	96.35

Details of Material Subsidiaries:

1. **Gland Pharma International Pte. Ltd**
   Date of Incorporation: March 10, 2021
   Place of Incorporation: Singapore
   Details of the Statutory Auditor Appointed: KLP LLP, Chartered Accountants
   Date of appointment of Statutory Auditors: November 21, 2024

2. **Phixen SAS and its subsidiaries ('Cenexi Group')**
   Date of Incorporation: April 27, 2023 (date of acquisition by Gland Pharma International Pte. Ltd)
   Place of Incorporation: France
   Details of the Statutory Auditor Appointed: KPMG and Mazars
   Date of appointment of Statutory Auditors: June 30, 2022

Particulars of changes among Senior Management Personnel (SMP) during the year:

S. No	Name	Designation	Changes, if any during the year
1.	Mr. Srinivas Sadu	Executive Chairman	Re-designated as Executive Chairman & CEO, effective June 10, 2024 and subsequently as Executive Chairman, effective January 16, 2025
2.	Mr. Shyamakant Giri	Chief Executive Officer	Appointed as SMP with effect from January 16, 2025
3.	Mr. Satnam Singh Loomba	Chief Operating Officer	Appointed as SMP with effect from May 01, 2024
4.	Mr. Ravi Shekhar Mitra	Chief Financial Officer	NA
5.	Mr. Sampath Kumar Pallerlamudi	Company Secretary & Vice President (Compliance & CSR)	NA
6.	Mr. K. Raghuram Chandra Rao	Head of Quality	NA
7.	Mr. Wriddhee Maitra	Vice President, Human Resources	Appointed as SMP with effect from March 10, 2025
8.	Mr. RVR Prabhakara Sastry	Head – R&D	Appointed as SMP with effect from November 01, 2024
9.	Mr. Surinder Koul	Head of the Domestic Marketing	NA
10.	Mr. Prakash Vithal Baliga	Chief operating Officer	Resigned from his office as SMP with effect from April 30, 2024
11.	Dr. C S Venkatesan	Sr. Vice President (R&D)	Resigned from his office as SMP with effect from June 30, 2024
12.	Mr. Manish Bharadwaj	Vice-President, Human Resources	Resigned from his office as SMP with effect from August 12, 2024
13.	Dr. S Sridevi	Sr. Vice President (R&D)	Resigned from her office as SMP with effect from October 31, 2024
14.	Mr. Ankit Gupta	Head – Investments, Strategy and Investor Relations	Resigned from his office as SMP with effect from December 31, 2024

Disclosure of certain types of agreements binding listed entities:

There are no agreements falling under the purview of clause 5A of paragraph A of Part A of Schedule III of SEBI (LODR) Regulations, 2015.

Declaration of Compliance with the Code of Conduct

I hereby confirm that the Company has obtained from all the members of the Board and senior management personnel, affirmation that they have complied with the Code of Conduct laid down by the Company for the financial year ended 31st March, 2025.

For Gland Pharma Limited

Date: May 20, 2025
Place: Hyderabad

Shyamakant Giri
Chief Executive Officer

ANNEXURE- A – Statutory details of Board of Directors

The names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2025 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name	Category	No. of Board meetings attended (held in the FY 2024-25 during tenure)	Attendance at last AGM held on 30th August 2024	No. of Directorships held in other Indian Listed companies (excluding Gland Pharma Limited) as on 31st March, 2025	Name of other listed companies where he/she is a Director (category of Directorship) as on 31st March, 2025	No. of Committee memberships/ Chairpersonships held in Indian public companies (including Gland pharma Limited) as on 31st March, 2025	
						Memberships	Chairpersonships
Mr.Srinivas Sadu	Executive Chairman	8	Yes	NIL	NIL	1	NIL
Mr.Udo Johannes Vetter	Independent Director	8	Yes	NIL	NIL	1	NIL
Mr.Satyanarayana Murthy Chavali	Independent Director	8	Yes	1	Vijaya Diagnostic Centre Limited- Independent Director	4	3
Mr. Essaji Goolam Vahanvati	Independent Director	7	Yes	1	Elcid Investments Limited - Independent Director	3	1
Dr. Jia Ai (Allen) Zhang	Non-Executive Non-Independent Director	8	Yes	NIL	NIL	NIL	NIL
Ms.Naina Lal Kidwai	Independent Director	8	Yes	2	1. UPL Limited – Independent Director 2. Biocon Limited – Independent Director	2	1
Mr. Wenjie Zhang	Non-Executive Non-Independent Director	2	NA	NIL	NIL	1	NIL
Ms. Wei Huang	Non-Executive Non-Independent Director	1	NA	NIL	NIL	NIL	NIL

ANNEXURE- B

CERTIFICATION BY CEO & CFO

Under Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Gland Pharma Limited

Subject: Compliance Certificate on the financial statements/results (Standalone and Consolidated) for the quarter and year ended March 31, 2025, pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended (the "Listing Regulations")

A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
   1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
   2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. To the best of our knowledge and belief, no transactions were entered into by the Company during the year are fraudulent, illegal or violating the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We are not aware of any deficiencies in the design or operation of such internal controls to be disclosed to the auditors and audit committee.

D. We have indicated to the auditors and the Audit committee:
   1. there are no significant changes in internal controls over financial reporting during the year;
   2. there are no significant changes in accounting policies during the year; and
   3. there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours truly,

Shyamakant Giri
Chief Executive Officer
Date: 20.05.2025

Ravi Shekhar Mitra
Chief Financial Officer

ANNEXURE- C

CERTIFICATE OF CORPORATE GOVERNANCE

Under Regulation 34(3) read with Schedule V (E) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To,
The Members of
Gland Pharma Ltd.
Sy. No. 143-148,150 &151, Near Gandimaisamma X Roads, D.P.pally,
Dundigal, Dundigal - Gandimaisamma(M),
Medchal Malkajgiri District, Telangana – 500 043.

We have examined all the relevant records of **Gland Pharma Ltd** (the Company) for the purpose of certifying the compliance of the conditions of Corporate Governance by the Company as stipulated under Regulation 17 to 27, Clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('SEBI Listing Regulations') for the period commencing from **01st April, 2024 to 31st March, 2025**. We have obtained all the information and explanations which are to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the Financial Year ended on 31st March, 2025.

This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **RVR & Associates**
Company Secretaries
PR. No. P2015TL082000

D Soumya
Associate Partner
FCS. No: 11754
CP. No. 13199
UDIN: F011754G000393377
Peer Review Cert. No.: 3175/2023

Place: Hyderabad
Date: 20/05/2025

ANNEXURE- D

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Gland Pharma Ltd.
Sy. No.143-148,150 &151, Near Gandimaisamma X Roads, D.P.Pally,
Dundigal, Dundigal - Gandimaisamma(M),
Medchal Malkajgiri District, Telangana - 500043

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Gland Pharma Limited having CIN: L24239TG1978PLC002276 and having registered office at Sy. No. 143-148,150 &151, Near Gandimaisamma X Roads, D.P.Pally, Dundigal, Dundigal - Gandimaisamma(M), Medchal Malkajgiri District, Telangana - 500043 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Directors	DIN	Date of Appointment in the Company
1.	NAINA LAL KIDWAI	00017806	17/05/2021
2.	SATYANARAYANA MURTHY CHAVALI	00142138	20/11/2018
3.	ESSAJI GOOLAM VAHANVATI	00157299	30/09/2020
4.	UDO JAHANNES VETTER	00707474	07/02/2018
5.	SRINIVAS SADU	06900659	25/04/2019
6.	JIA AI ZHANG	09170927	17/05/2021
7.	WEI HUANG	10818586	04/11/2024
8.	WENJIE ZHANG	10727581	30/08/2024

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **RVR & Associates**
Company Secretaries
PR. No. P2015TL082000

D Soumya
Company Secretary in Practice
M No: F11754
C.P. No.: 13199
UDIN: F011754G000393355
Peer Review Cert. No.: 3175/2023

Place: Hyderabad
Date: 20/05/2025

Board's Report

Dear Members,

Your Board of Directors are pleased to present the 47th Annual Report on the performance of the Company, along with the audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025.

CORPORATE AFFAIRS & FINANCIAL HIGHLIGHTS

Financial Highlights

(₹ in Mn)

Particulars	Standalone Financial Year 2025	Consolidated Financial Year 2025	Standalone Financial Year 2024	Consolidated Financial Year 2024
Income	43,312.24	58,301.12	43,340.94	58,349.57
Profit Before Interest, Taxes, Depreciation and Amortisation	16,576.93	14,825.32	15,754.47	15,033.08
Finance cost	(228.37)	(420.00)	(78.43)	(262.00)
Profit Before Depreciation, Amortisation and Tax	**16,348.56**	**14,405.32**	**15,676.04**	**14,771.08**
Depreciation and Amortisation	(1,692.71)	(3,778.74)	(1,621.07)	(3,445.66)
Profit Before Tax	**14,655.85**	**10,626.58**	**14,054.97**	**11,325.42**
Provision for Taxation				
Current tax	(3,654.80)	(3,709.80)	(3,410.20)	(3,492.99)
Deferred tax	(91.24)	78.41	(246.84)	(143.34)
Taxes for earlier years	(12.28)	(9.93)	35.32	35.51
Profit After Tax	**10,897.53**	**6,985.26**	**10,433.25**	**7,724.60**
Less : Total other Comprehensive Income / (Loss) for the year, net of tax	29.25	(553.87)	18.60	78.65
Total Comprehensive Income for the year, net of tax	**10,868.28**	**7,539.13**	**10,414.65**	**7,645.95**
Earnings Per Share (₹) (for Equity share of ₹ 1/- each)				
Basic	66.15	42.40	63.35	46.90
Diluted	66.15	42.40	63.33	46.89

Annual Return [Section 134(3)(a)]

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014; the Annual Return of the Company as on March 31, 2025 is available on the Company's website and can be accessed at https://glandpharma.com/images/AnnualReturns2024-25.pdf

Meetings of the Board of Directors [Section 134(3)(b)]

During the year under review, the Board of Directors met eight times on April 29, 2024; May 22, 2024; June 07, 2024; August 06, 2024; October 04, 2024; November 04, 2024; February 03, 2025 and February 26, 2025. The maximum interval between any two meetings of the Board of Directors did not exceed 120 days, as prescribed by the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Directors' Responsibility Statement [Section 134(3)(c) and 134(5)]

In terms of Section 134(3)(c) and 134(5) of the Companies Act, 2013; your Directors state that:

a) in preparation of the annual accounts for the year ended 31st March, 2025; the applicable accounting standards have been followed along with proper explanations relating to material departures, if any;

b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025 and of the profit of the Company for the year ended on that date;

c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) they have prepared the annual accounts on a going concern basis;

e) they have laid down proper internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively; and

f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

Declaration by Independent Directors [Section 134(3)(d)]

All the Independent Directors of the Company have given declarations confirming that they continue to meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and are in compliance with Rule 6(3) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, they have affirmed compliance with the Code of conduct laid down under Schedule IV of the Companies Act, 2013.

Opinion of the Board [Rule 8(5)(iiia) of Companies (Accounts) Rules, 2014]

The Board opines that all the Independent Directors of the Company strictly adhere to corporate integrity, possess the requisite expertise, experience and qualifications to discharge the responsibilities as an Independent Director as mandated by the Companies Act, 2013 and the Rules made thereunder and by the SEBI Regulations.

All the independent Directors of your Company have been registered and are members of the Independent Directors Databank maintained by the Indian Institute of Corporate Affairs (IICA) and were granted exemption from appearing for the Online Proficiency Self-Assessment test conducted by IICA.

Company's policy on Directors' appointment and remuneration and Criteria for determining qualifications, Positive Attributes and Independence of a Director [Section 134(3)(e)]

The Company has constituted a Nomination and Remuneration Committee which has been entrusted the responsibility of selecting and recommending the appointment and remuneration of Directors. The Committee while making appointments and fixing the remuneration of Directors will take into consideration the following:

a) their qualification

b) past record, especially their credentials and achievements, experience, past remuneration

c) job profile and suitability

d) comparative remuneration with the industry in line with the size and profits of the Company

e) their pecuniary relationship with the promoters.

Further, the Nomination and Remuneration Committee also, while recommending and appointing independent Directors will evaluate the following:

a) their qualification

b) credentials, past experience in the fields of finance, management, technology, taxation and other related fields

c) expertise in similar industry

d) confirmation from the Internal Auditors that there is no pecuniary relationship with the Company or other parties in terms of Section 149(6) of the Companies Act, 2013.

The terms and conditions for appointment of Independent Directors, the Code of Conduct of the Board of Directors and Senior Management Personnel and the Nomination and Remuneration policy are available on the Company's website and can be accessed at https://glandpharma.com/investors/corporate-governance#governance-policies

Audit Reports [Section 134(3)(f)]

The Independent Auditor's Report on Standalone Financial Statements and Consolidated Financial Statements given by M/s. Deloitte Haskins & Sells, Statutory Auditors of the Company does not contain any qualifications, reservations or adverse remarks.

The Secretarial Audit Report issued by M/s. RVR & Associates, Company Secretaries does not contain any qualifications, reservations or adverse remarks.

The Company has undertaken an audit for the Financial Year ended March 31, 2025 for all applicable compliance as per the Securities and Exchange Board of India Regulations and Circulars / Guidelines issued thereunder. The Annual Secretarial Compliance Report issued by M/s. RVR & Associates, Company Secretaries would be submitted to the Stock Exchanges within 60 days from the end of the Financial Year and the same would be available on the websites of the Stock Exchanges and the Company and can be accessed at https://glandpharma.com/images/GPL_ASCR_FY25.pdf

The Secretarial Auditors' Certificate on the implementation of share-based schemes in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 will be made available at the Annual General Meeting, electronically.

A certificate issued by M/s. RVR & Associates, Company Secretaries confirming the compliance with conditions of corporate governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for FY 2024-25 is enclosed as **Annexure-C** to the 'Report on Corporate Governance', which forms part of this Annual Report.

Frauds reported by Auditors [Section 134(3)(ca)]

The Auditors did not report any frauds during the financial year under review, under Section 143(12).

Particulars of Loans, Guarantees and Investments [Section 134(3)(g)]

During the year under review, the Company did not extend any Loans or Guarantees or made any investments as covered under the provisions of Section 186 of the Companies Act, 2013. However, your Company has made the following investment in its Wholly owned subsidiary during the year under review.

S. No	Date of Investment	Name of the Entity and Relationship	Amount	Purpose
1	September 17, 2024	Gland Pharma International Pte. Ltd (Wholly Owned Subsidiary of Gland Pharma Limited)	US$ 48.14 Mn	Towards downstream investment in the form of Loan / Equity to Phixen SAS and its subsidiaries (Cenexi Group)

Particulars of contracts with Related Parties [Section 134(3)(h)]

The Company's transactions with Related Parties are at arm's length and were in the ordinary course of business and approved by the Audit Committee. Majority of the transactions are repetitive in nature and the same were approved by the Audit Committee through omnibus approval. There were no material transactions [as defined by the Companies Act, 2013 and the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015] made by the Company with any of its Related parties during the year under review. The Company does not have any related party transactions, which may have potential conflict with the interests of the Company.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees, commission and reimbursement of expenses, as applicable.

All Related Party transactions have been reported in Notes to Accounts and do not cover under the provisions of Section 188(1) of the Companies Act, 2013 read with Rules made thereunder.

The details of the Related Party transactions were provided in **Annexure D** to this Report. The policy on materiality of Related Party transactions and on dealing with Related Party transactions as approved by the Board of Directors is available on the Company's website and can be accessed at https://glandpharma.com/images/Policy_on_Related_Party_Transactions.pdf.

Members may refer to Note 39 to the Standalone Financial Statement which sets out related party disclosures pursuant to Ind AS.

Company Affairs [Section 134(3)(i)]

Research and Development

R&D is another focus area for Gland. Led by Mr. RVR Prabhakara Sastry with over 2 decades of experience, Gland has a team of 227 scientists working in the areas of:

- Formulation Development
- Analytical Method Development
- API Process Development
- Stability Studies, etc.

Financial Highlights [Rule 8(5)(i) of Companies (Accounts) Rules, 2014]

Performance and Operations Review

During the year under review, the total income of the Company was ₹ 43,312.24 million as against ₹ 43,340.94 million during the previous year.

Exports

Exports contribution to the revenue of the Company is approximately 88.97%. Your Company exports to almost 65 countries across 6 continents. During the year, the Company has achieved an export turnover of ₹ 36,328.77 Mn.

Domestic Operations

The Domestic sales during the year 2024-25 amounts to ₹ 4,503.94 Mn. Domestic sales include Co-Marketing, a major revenue source for your Company in the Domestic segment.

Taxation

The Company has made an Income Tax provision of ₹ 3,654.80 Mn for the period under review as against ₹ 3,410.20 Mn for the previous year.

Borrowings

The Company has no outstanding borrowings as on date of this Report. However, outstanding amount of Deferred Sales tax amounting to ₹ 25.51 Mn was classified as borrowings as per Indian Accounting Standards.

Capital Expenditure

During the year under review, the Company has incurred capital expenditure of ₹ 1,351.09 Mn at its manufacturing facilities at Dundigal, Pashamylaram, Shamirpet, VSEZ and Pharmacity.

Share Capital

During the year under review, the Company has issued and allotted 45,900 fully paid-up equity shares to its employees under the Employee Stock Option Scheme, 2019. Consequently, the issued, subscribed and paid-up share capital of the Company was increased from ₹ 164,710,523/- (divided into 164,710,523 equity shares of ₹ 1/- each) to ₹ 164,756,423/- (divided into 164,756,423 equity shares of ₹ 1/- each). The equity shares issued under the Employee Stock Option Scheme, 2019 rank pari-passu with the existing equity shares of the Company.

General Reserve [Section 134(3)(j)]:

During the financial year under review, no amount was proposed to be transferred to the General Reserve on declaration of dividend.

Dividends [Section 134(3)(k)]

The Board of Directors has recommended a final dividend of 1800% i.e., ₹ 18/- per Equity share of ₹ 1/- for this financial year. The final dividend is payable subject to the approval of the shareholders in the ensuing Annual General Meeting. The 'Record date' for the purpose of determining the entitlement of Members to receive the dividend is August 14, 2025.

The dividend income is taxable in the hands of the Members of the Company and the Company is required to deduct tax at source from dividend paid to the Members at prescribed rates as per the Income Tax Act, 1961. The remittance of dividend outside India is also subject to withholding tax at applicable rates.

The Company is in compliance with its Dividend Distribution policy as approved by the Board. In compliance with the requirements under Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the policy is annexed as **Annexure A** to this Report.

Material Changes and commitments [Section 134(3)(l)]

During the year under review, the following changes occurred among the step down subsidiaries of the Listed entity:

- Cenexi 2 SASU and Cenexi 3 SASU were merged with Phixen SAS, effective April 26, 2024, and
- Cenexi Services SAS was merged with Cenexi SAS, effective January 03, 2025

Further, based on the audited financial statements for the financial year 2024-25, Gland Pharma International Pte. Ltd and Phixen SAS continue to qualify as the Material Subsidiaries as per the Regulation 16(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Satyanarayana Murthy Chavali has been appointed as a Director on the Board of Gland Pharma International Pte. Ltd., effective June 10, 2024, succeeding Mr. Stanley Y. Lau, who completed his term as an Independent Director on the Board of Gland Pharma Limited.

Mr. Udo J Vetter, Independent Director continues to be a member of the Supervisory Board of Phixen SAS and its subsidiaries (Cenexi group).

There were no material changes occurred or commitments made by the management from the end of the financial year till the date of this report, which may affect the financial position of the Company.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Out go [Section 134(3)(m)]

Particulars as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are provided as **Annexure G** to this Report.

Employee Stock Option Scheme

The Company has an Employee Stock Option Scheme, namely 'Gland Pharma Employee Stock Option Scheme, 2019' (ESOP Scheme, 2019) that helps the Company to retain and attract the right talent. The ESOP Compensation Committee administers the ESOP Scheme. There was no change in the ESOP Scheme during the year under review. The ESOP Scheme is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (SBEB Regulations). Details of the Employee Stock Option Scheme-2019 have also been provided in Note No. 37 of the standalone financial statement. During FY 2024-25, no employee was issued options equal to or exceeding 1% of the issued share capital of the Company at the time of grant.

In compliance with the requirements of the SBEB Regulations, a certificate from Secretarial auditor confirming implementation of ESOP Scheme in accordance with the said regulations and shareholder's resolution will be available electronically for inspection by the members during the annual general meeting of the Company and the same is available at https://glandpharma.com/images/ComplianceCertificateunderSEBI-25.pdf. The details of stock options are as mentioned in **Annexure H** and forms part of this Report. Further, the details of this stock options stated in the notes to accounts of the financial statements also forms part of this annual report.

Further, a new Employee Stock Option Scheme, namely 'Gland Pharma Employee Stock Option Scheme, 2025' (ESOP Scheme, 2025) has been approved by the Shareholders of the Company on March 30, 2025. The Scheme document is available on the website of the Company at https://glandpharma.com/images/Employee_Stock_Option_Scheme_2025.pdf.

Risk Management [Section 134(3)(n)]

The Board of Directors of the Company has constituted a Risk Management Committee, which oversees the Enterprise Risk Management process. The Committee shall meet as and when required and atleast twice in a year with a gap between two consecutive meetings not exceeding two hundred and ten days. The Audit Committee has additional oversight in the area of financial risks and controls.

The Company has formulated a Risk Management policy. Risks are classified in different categories such as Financial,

Operational, Legal and Strategic risks. These risks are reviewed from time to time and controls are put in place with the specific responsibility of the concerned Officer of the Company. However, the Board could not identify any major risks, which may threaten the immediate existence of the Company.

During the year under review, Dr. Jia Ai Zhang has been appointed as a member of the Committee, effective November 4, 2024, succeeding Mr. Yao Fang following his retirement as a Director of the Company.

Corporate Social Responsibility [Section 134(3)(o)]

The Company had constituted a 'Corporate Social Responsibility Committee' to decide upon and implement the Corporate Social Responsibility Policy (CSR policy) of the Company.

The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure- E** to this Report in the format prescribed in the Companies (CSR policy) Rules, 2014.

The Corporate Social Responsibility policy of the Company can be accessed at https://glandpharma.com/images/Corporate_Social_Responsibility_Policy.pdf

Board Evaluation [Section 134(3)(p)]

The evaluation of all the Directors including the Executive Chairman, CEO and the Board as a whole, was carried out based on the criteria and framework approved by the Nomination and Remuneration Committee. A detailed disclosure on the parameters and the process of Board evaluation as well as the outcome has been provided in the Report on Corporate Governance.

The policy on evaluation of Independent Directors and Directors of the Company can be accessed at https://glandpharma.com/images/Policy_on_evaluation.pdf

Nature of business [Rule 8(5)(ii) of Companies (Accounts) Rules, 2014]

Gland Pharma is engaged in the development, manufacture, sale and distribution of Pharmaceuticals. There was no change in the nature of the business of the Company during the financial year under review.

Change in the Directors or Key Managerial Personnel [Rule 8(5)(iii) of Companies (Accounts) Rules, 2014]

Directors

During the year under review, the following changes had occurred in the constitution of the Board of Directors:

S. No	Name of the Director	Date of Appointment/ Cessation	Remarks
1	Mr. Yiu Kwan Stanley Lau	June 09, 2024	Vacated office on completion of the term as an Independent Director
2	Mr. Qiyu Chen	August 30, 2024	Vacated the office of Director, not liable to retire by rotation, as he is yet to obtain the Security Clearance from the Ministry of Home Affairs, Govt. of India
3	Mr. Yao Fang	August 30, 2024	Vacated the office of Director, liable to retire by rotation, as he did not offer himself for reappointment
4	Mr. Wenjie Zhang	August 30, 2024	Appointed as a Non-Executive Non-Independent Director, liable to retire by rotation, in the 46th AGM
5	Ms. Wei Huang	November 04, 2024	Appointed as an Additional (Non-Executive) Director on November 04, 2024 and was further regularised as a Non-Executive Director vide resolution passed by the shareholders through Postal Ballot dated December 08, 2024

As per the provisions of Section 152 of the Companies Act, 2013 read with the Articles of Association of the Company; Dr. Jia Ai Zhang and Mr. Srinivas Sadu, shall retire by rotation at the ensuing Annual General Meeting and being eligible, may offer themselves for reappointment.

Brief profile, expertise in specific functional areas, names of the listed companies in which the above-named directors hold directorships, committee memberships/chairmanships, disclosure of relationship between the directors inter-se, shareholding in the Company, etc., are furnished in the Annexure to the Notice of the 47th Annual General Meeting.

Key Managerial Personnel

- During the period under review, Mr. Srinivas Sadu was re-designated as Executive Chairman & CEO, effective June 10, 2024 and subsequently as Executive Chairman, effective January 16, 2025.
- Mr. Shyamakant Giri has been appointed as the Chief Executive Officer of the Company, effective January 16, 2025.

Except for the above, there were no other changes in the Key Managerial Personnel during the year under review.

Subsidiaries and Associates [Rule 8(5)(iv) of Companies (Accounts) Rules, 2014]

As on 31st March, 2025; the Company has following Subsidiaries:

1. Gland Pharma International Pte. Ltd., a Wholly owned Subsidiary incorporated in Singapore
2. Gland Pharma USA Inc., a Wholly owned Step-Down Subsidiary (Wholly-owned Subsidiary of Gland Pharma International Pte. Ltd.), incorporated in USA
3. Manxen SAS, a Wholly owned Step-Down Subsidiary (Wholly-owned Subsidiary of Gland Pharma International Pte. Ltd.), incorporated in France
4. Manxen 2 SAS, a Wholly owned Step-Down Subsidiary (Wholly-owned Subsidiary of Gland Pharma International Pte. Ltd.), incorporated in France
5. Manxen 3 SAS, a Wholly owned Step-Down Subsidiary (Wholly-owned Subsidiary of Gland Pharma International Pte. Ltd.), incorporated in France
6. Phixen SAS and its subsidiaries (Cenexi group)#, a Wholly owned Step-Down Subsidiary* (Wholly-owned Subsidiary of Gland Pharma International Pte. Ltd.), incorporated in France.

#The wholly owned subsidiaries of Phixen SAS (Cenexi Group) are as under:

1. Cenexi SAS
2. Cenexi HSC SAS
3. Cenexi Laboratories Thissen SA
4. Phineximmo SA

- Cenexi 2 SASU and Cenexi 3 SASU were merged with Phixen SAS, effective April 26, 2024
- Cenexi Services SAS was merged with Cenexi SAS, effective January 03, 2025

*99.42% stake in Phixen SAS is held by Gland Pharma International Pte. Ltd and the balance 0.58% is held by the Manxen SAS, Manxen 2 SAS and Manxen 3 SAS collectively; which are the wholly owned subsidiaries of Gland Pharma International Pte. Ltd.

Gland Pharma Limited is a subsidiary of Fosun Pharma Industrial Pte. Ltd., a Singapore Company, which holds approximately 51.83% of the shareholding in Gland Pharma Limited.

Details of the subsidiaries are set out as **Annexure B** to this Report. Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014; a statement containing salient features of the financial statements of the subsidiaries in Form AOC-1 is provided as **Annexure C** to the Boards' Report. The consolidated financial statements presented in this annual report include financial results of the subsidiaries.

Copies of the financial statements of the subsidiaries are accessible at https://glandpharma.com/investors/subsidiary-financials

Deposits [Rule 8(5)(v) of Companies (Accounts) Rules, 2014]

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. There are no unpaid or unclaimed deposits as the Company had never accepted deposits within the meaning of the Act and the rules made thereunder.

Significant and Material Orders [Rule 8(5)(vii) of Companies (Accounts) Rules, 2014]

No significant or material orders were passed by the regulators or courts or tribunals which could impact the 'going concern' status and the future operations of the Company.

Internal Financial controls [Rule 8(5)(viii) of Companies (Accounts) Rules, 2014]

The Company has appointed M/s. Y. Raghuram & Co., Chartered Accountants as Internal Auditors of the Company for the financial year 2024-25. The Company has laid down an adequate system of internal controls, policies and procedures for ensuring orderly and efficient conduct of the business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

The current system of internal financial controls is aligned with the statutory requirements. Effectiveness of internal financial controls is ensured through management reviews, controlled self- assessment and independent testing by the Internal Audit team.

Further, the Board in its meeting held on February 03, 2025; had appointed M/s. Grant Thornton Bharat LLP as Internal Auditors of the Company for the financial year 2025-26.

Maintenance of Cost records [Rule 8(5)(ix) of Companies (Accounts) Rules, 2014]

The Company has been maintaining Cost records as required under the provisions of the Companies Act, 2013.

Disclosure under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [Rule 8(5)(x) of Companies (Accounts) Rules, 2014]

The Company has zero tolerance for sexual harassment and has adopted a policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. The policy has set guidelines on the redressal and enquiry process that is to be followed by complainants and the ICC, whilst dealing with issues related to sexual harassment at the workplace. All women employees (permanent, temporary, contractual and trainees) are covered under this policy.

The Company periodically conducts sessions for all employees across the organisation to create awareness about the policy. The provisions of the policy have also been displayed at various places to create awareness among the employees.

The Company has received 3 (Three) complaints during the year and appropriate action was taken against the accused. There are no pending complaints as at the end of the financial year.

Proceedings pending under the Insolvency and Bankruptcy Code, 2016 [Rule 8(5)(xi) of Companies (Accounts) Rules, 2014]

No application has been made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

Difference in Valuation [Rule 8(5)(xii) of Companies (Accounts) Rules, 2014]

The Company has never made any One Time Settlement against the Loans obtained from Banks and Financial institutions and hence this clause is not applicable.

Statement of deviations or variations [Regulation 32(4) of SEBI LODR]

The proceeds from the Initial Public Offer of the Company have been completely utilised for the purposes for which the proceeds were raised and there were no deviations or variations thereunder.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the year under review, as required under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section in this Report.

Business Responsibility and Sustainability Report

Pursuant to Regulation 34(2)(f) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Business Responsibility and Sustainability Report (BRSR) is presented in a separate section forming part of this Annual Report.

Vigil Mechanism [Section 177(9) and 177(10)]

The Company, as required under Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014, has established a Vigil Mechanism for its Directors, employees and other stakeholders to report their genuine concerns or grievances or instances of unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct, either in writing or by email to the Chairman of the Audit Committee.

The Audit Committee of the Company shall oversee the vigil mechanism, which provides for adequate safeguards against victimisation of employees and Directors who avail of the vigil mechanism. All the employees and Directors of the Company are provided direct access to the Chairman of the Audit Committee.

The Whistle Blower Policy has been appropriately communicated to all the stakeholders and is also available on the Company's website at https://glandpharma.com/images/Whistle_blower_policy-amended-20.05.2025.pdf

Secretarial Standards

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, relating to Meetings of the Board of Directors and General Meetings.

Auditors

Statutory Auditors

Pursuant to Section 139 (2) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014; the Company at its 45th Annual General Meeting (AGM) held on August 31, 2023 appointed M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm's Registration No. 008072S) as the Statutory Auditors of the Company to hold office from the conclusion of 45th AGM until the conclusion of the 50th AGM.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder, the Board of Directors has appointed M/s. RVR & Associates, a firm of Company Secretaries in Practice to conduct the Secretarial Audit of the Company for the year ended March 31, 2025. The Secretarial Audit Report is annexed as **Annexure-F** to this Report.

Further, in compliance of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024; approval of shareholders is being sought for the appointment of M/s. RVR & Associates, Company Secretaries as the Secretarial Auditors of the Company for a period of five years in the 47th AGM of the Company.

Committees of the Board of Directors

a) Audit Committee [Section 177]

The primary objective of the Audit Committee of the Company is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and the transparency, integrity and quality of financial reporting.

The Audit Committee will review periodically the internal control systems, scope of audit including the observations of auditors, if any and review the Quarterly financial statements before submission to the Board and also ensures compliance with internal control system.

The terms of reference of the Committee are wide enough to cover matters specified for Audit Committees under Section 177 of the Companies Act, 2013.

During the year under review, the Audit Committee met four times on May 22, 2024; August 06, 2024; November 04, 2024 and February 03, 2025.

Composition and attendance of Audit Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	4
Mr. Essaji Goolam Vahanvati	Member	Independent Director	4
Mr. Udo Johannes Vetter	Member	Independent Director	3

Mr. Srinivas Sadu, Executive Chairman, Mr. Ravi Shekhar Mitra, CFO and Mr. Wu Rong, Financial Controller of the Company are the Special invitees to every Audit Committee Meeting.

b) Nomination and Remuneration Committee [Section 178]

The purpose of the Remuneration Committee of the Company shall be to discharge the Board's responsibilities relating to remuneration of the Company's Executive Directors and the Key Managerial Personnel. The Committee has overall responsibility for formulating the criteria for determining qualifications and independence of a Director and recommends to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

During the year under review, the Nomination and Remuneration Committee met six times on April 26, 2024; August 06, 2024; October 04, 2024; November 04, 2024; December 03, 2024 and January 10, 2025.

Composition and attendance of Nomination and Remuneration Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	6
Mr. Essaji Goolam Vahanvati	Member	Independent Director	4
Mr. Udo Johannes Vetter	Member	Independent Director	6
Ms. Wei Huang	Member	Non-Executive Director	2

c) Corporate Social Responsibility (CSR) Committee [Section 135]

The Company has constituted the 'Corporate Social Responsibility Committee' for formulating and recommending to the Board of Directors a Corporate Social Responsibility Policy for the Company, which shall indicate the activities to be undertaken by the Company as specified in the Companies Act, 2013 and the rules made thereunder.

The Corporate Social Responsibility Committee recommends the amount of expenditure to be incurred by the Company on CSR activities and monitor the Corporate Social Responsibility Policy of the Company from time to time.

During the year under review, the Corporate Social Responsibility Committee met once on April 21, 2024.

Composition and attendance of Corporate Social Responsibility Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Srinivas Sadu	Chairman	Executive Chairman	1
Mr. Essaji Goolam Vahanvati	Member	Independent Director	1
Dr. Jia Ai (Allen) Zhang	Member	Non-Executive Director	1

d) Stakeholders' Relationship and Share Transfer Committee

The Company has constituted the 'Stakeholders' Relationship and Share Transfer Committee' for resolving the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, notice for general meetings, etc. and for review of measures taken for effective exercise of voting rights by shareholders.

During the year under review, the Stakeholders' Relationship Committee and Share Transfer Committee met two times on May 22, 2024 and August 06, 2024.

Composition and attendance of Stakeholders' Relationship Committee and Share Transfer Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	2
Mr. Srinivas Sadu	Member	Executive Chairman	2
Mr. Yao Fang	Member	Non-Executive Director	2
Mr. Wenjie Zhang	Member	Non-Executive Director	0*

*No meetings were held after the appointment of Mr. Wenjie Zhang during the year under review.

e) Risk Management Committee

The Company has constituted the 'Risk Management Committee' for fulfilling the Board of Directors' corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational, and external environment risks. The Committee shall undertake an overall responsibility for monitoring and approving the enterprise risk management framework and associated practices of the Company.

During the year under review, the Risk Management Committee met twice on August 30, 2024 and March 20, 2025.

Composition and attendance of Risk Management Committee

Name of the Director / Officer	Position	Category	No. of Meetings attended
Ms. Naina Lal Kidwai	Chairperson	Independent Director	2
Mr. Srinivas Sadu	Member	Executive Chairman	2
Dr. Jia Ai Zhang*	Member	Non-Executive Director	1
Mr. Ravi Shekhar Mitra	Member	CFO	2

*Dr. Jia Ai Zhang has been appointed as a member of the Committee, effective November 4, 2024, succeeding Mr. Yao Fang following his retirement.

f) ESOP Compensation Committee:

The Company has constituted the 'ESOP Compensation Committee' for fulfilling the Board of Directors' corporate governance oversight responsibilities with regard to the consideration, evaluation and confirmation of the exercise requests received from the ESOP Grantees and to approve allotment of shares upon receipt of the exercise amount within the stipulated timelines as prescribed under the Companies Act, 2013 and relevant Rules made thereunder from time to time.

The Committee shall undertake an overall responsibility for monitoring, scrutinising and approving the allotment of shares to the employees with respect to ESOPs.

During the year under review, the ESOP Compensation Committee met twice on June 07, 2024 and February 26, 2025.

Composition and attendance of ESOP Compensation Committee

Name of the Director	Position	Category	No. of Meetings attended
Mr. Satyanarayana Murthy Chavali	Chairman	Independent Director	2
Mr. Essaji Goolam Vahanvati	Member	Independent Director	2
Mr. Udo Johannes Vetter	Member	Independent Director	2

Details of remuneration to Executive Directors and KMPs

(₹ in million)

Name of the Director	Salary	Commission	PF	Perquisites	Others	Total
Mr. Srinivas Sadu	82.86*	-	3.53	-	-	**86.39**
Mr. Shyamakant Giri#	25.65	-	0.41	-	-	**26.06**
Mr. Ravi Shekhar Mitra	24.71**	-	0.94	-	-	**25.65**
Mr. P. Sampath Kumar	7.79	-	0.33	-	-	**8.12**

*includes (i) an amount of ₹ 24.12 Mn (SGD 374,964) as remuneration for the services performed as a Director in Gland Pharma International Pte. Ltd, the Wholly-Owned subsidiary of the Company, (ii) Performance Linked Variable pay of ₹ 13.73 Mn.

**An amount of ₹ 0.45 Mn (SGD 7,291) was paid as remuneration for the services performed as a Director in Gland Pharma International Pte. Ltd, the wholly-owned subsidiary of the Company and the same was included in ₹ 24.71 Mn.

#Mr. Shyamakant Giri has been appointed as Chief Executive Officer of the Company, effective from January 16, 2025. Hence the remuneration paid for the said period in line with his terms of appointment has been considered.

Non-Executive Directors

The Company does not pay any remuneration to Non-Executive Directors.

Independent Directors

The Independent Directors of the Company would be paid Commission on the profits of the Company, apart from Sitting fee for attending the Board and Committee Meetings. The details of the remuneration paid to the Independent Directors are as follows:

(₹ in million)

Name of the Director	Commission	Sitting Fees	Total
Mr. Satyanarayana Murthy Chavali#	2.50	1.90	**4.40**
Mr. Yiu Kwan Stanley Lau*	-	0.30	**0.30**
Mr. Essaji Goolam Vahanvati	2.50	1.40	**3.90**
Mr. Udo Johannes Vetter#	2.50	1.60	**4.10**
Ms. Naina Lal Kidwai	10.00	1.00	**11.00**

*Mr. Yiu Kwan Stanley Lau has Vacated office due to completion of his term as an Independent Director, effective June 09, 2024.

#In addition, Mr. Satyanarayana Murthy Chavali receives a remuneration of USD 20,000 per annum for his services as a Director on the Board of Gland Pharma International Pte. Ltd and Mr. Udo Johannes Vetter receives a remuneration of EURO 25,000 per annum for his services as a Member of the Supervisory Board of Phixen SAS. Both the aforementioned Companies are the wholly owned material subsidiaries of Gland Pharma Limited, and the remuneration would be paid to the Directors by the respective companies directly.

Corporate Governance

In compliance with Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; a report on Corporate Governance for the year under review is included as a separate section of this Report.

A certificate from M/s. RVR & Associates, practicing Company Secretaries confirming compliance with the conditions of corporate governance, as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the Report on Corporate Governance.

Human Resources

The Company continues to have cordial and harmonious relationship with its employees. Information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in **Annexure.I.1** to this report.

Information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is provided in **Annexure I.2** to this report. In terms of the provisions of Section 136 of the Act, the Annual Report is being sent to members excluding the aforementioned information. The information will be available on the website of the Company at https://glandpharma.com/images/DetailsofEmployeesRemunerationsFY25.pdf

Acknowledgements

Your Directors gratefully acknowledge the continued support, co-operation extended by our customers, vendors, the Government Authorities, Banks and Financial Institutions.

Your Directors place on record their sincere appreciation for the significant contribution made by the employees through their dedication, hard work and commitment.

Your Directors sincerely acknowledge the confidence and faith reposed in the Company by the Shareholders, Medical Profession & trade and other stake holders.

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – A

(TO THE BOARD'S REPORT)

DIVIDEND DISTRIBUTION POLICY

PREAMBLE AND BACKGROUND

Dividend is profits earned by the company and divided amongst the shareholders in proportion to the amount of paid up shares held by them. It is a return on investment made by the shareholders.

The term 'dividend' has been defined under Section 2(35) of the Companies Act, 2013 as which includes any interim dividend. It is an inclusive and not an exhaustive definition.

DIVIDEND DISTRIBUTION PHILOSOPHY

The Company is deeply committed to driving superior value creation for all its stakeholders. The focus will continue to be future growth and long term interests of the Company as well as its shareholders. Accordingly, the Board would continue to adopt a progressive dividend policy, ensuring the immediate as well as long term needs of the business.

OBJECTIVE

The objective of this policy is to lay down the criteria to be considered by the Board of Directors of the Company before recommending dividend to its shareholders for a financial year. The policy is framed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Brief Outline of the Objectives

- To define the policy and procedures of the Company in relation to the calculation, declaration and settlement of Dividends and the determination of the form and time periods within which Dividends are paid.
- To ensure that the Company has sufficient distributable profits and/or general reserves, as determined by a review of the Company's audited financial statements, prior to any declaration and/or payment of Dividends.
- To create a transparent and methodological Dividend policy, adherence to which will be required before declaring dividends.
- The Company will review this Policy annually and make necessary changes if deemed necessary or as and when there are regulatory changes, new regulations, directions, guidelines issued by the regulatory/ government authorities from time to time.
- The Company shall pay dividend on equity shares only after ensuring compliance with the Companies Act, 2013 and SEBI Listing Regulations.

3. SCOPE, LAW AND REGULATION OF DIVIDEND

The declaration and payment of dividend are governed by various provisions of the Companies Act, 2013 viz.,

- Chapter - VIII of the Companies Act, 2013 from section 123 to 127 which deals with Declaration and payment of dividend; The Companies (Declaration and Payment of Dividend) Rules, 2014
- Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001
- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Section 27 of Security Contract Regulation Act, 1956
- Income Tax Act, 1961
- SEBI Guidelines/Circulars, etc. as amended from time to time and to the extent applicable.

The Company will adhere to the provisions of applicable Laws as amended from time to time and to the extent applicable.

The policy set out herein generally relates to final Dividend, certain principles also apply to Interim Dividend declared by the Board of Directors, as stated hereinafter.

The management will discuss and recommend to the Board of Directors on dividend considering the circumstances or factors but not limited to the following:

- Future expansion plans
- Profit earned during the current financial year
- Overall financial conditions
- Cost of raising funds from alternative sources
- Applicable taxes (including dividend distribution tax)
- Money market conditions
- Macro-economic situations, etc.

4. GENERAL TERMS

Basis of recommending dividend: The dividends are declared at the Annual General Meeting of the Company, based on recommendations of the Board of Directors (Board).

Free Reserves: The word "Free Reserves" has been defined by Section 2(43) of Companies Act, 2013 to mean such reserves which, as per the latest audited balance sheet of a company, are available for distribution as dividend. However, the following shall not be treated as free reserves: any amount representing unrealised gains, notional gains or revaluation of assets, whether shown as a reserve or otherwise, or any change in carrying amount of an asset or of a liability recognised in equity, including surplus in profit and loss account on measurement of the asset or the liability at fair value, shall not be treated as free reserves.

Bonus shares shall not be issued in lieu of dividend in terms of Section 63(3) of the Companies Act, 2013.

Payment of dividend proportionately: In terms of Section 51 of the Companies Act, 2013; companies are permitted to pay dividends in proportion to the amount paid-up on each share when all shares are not uniformly paid up, i.e. pro rata (in proportion or proportionately, according to a certain rate). The Board of Directors of a company may decide to pay dividends on pro-rata basis if all the equity shares of the company are not equally paid-up. The permission given by this Section is, however, conditional upon the company's articles of association expressly authorising the company in this regard.

Interim dividend: The Board of Directors of a company may declare interim dividend during any financial year out of the surplus in the profit and loss account and out of profits of the financial year in which such interim dividend is sought to be declared. In case the company has incurred loss during the current financial year up to the end of the quarter immediately preceding the date of declaration of interim dividend, such interim dividend shall not be declared at a rate higher than the average dividends declared by the company during the immediately preceding three financial years in terms of Section 123 (3) of Companies Act, 2013.

Final Dividend: It is declared by members at an Annual General Meeting as "Ordinary Business" in terms of Section 102(2)(ii) of the Companies Act, 2013 only if recommended by the Board of Directors and at a rate not more than what is recommended by the Directors in accordance with the Articles of Association of a company.

Debenture Redemption Reserve: Where debentures are issued by a company, the company shall create a debenture redemption reserve account out of the profits of the company available for payment of dividend and the amount credited to such account shall not be utilised by the company except for the redemption of debentures in terms of Section 71 (4) of the Companies Act, 2013.

Dividend Payout Ratio: The dividend payout ratio measures the percentage of Net Profit (PAT) that is distributed to shareholders in the form of dividends during the year. In other words, this ratio shows the portion of profits, the company decides to keep for funding operations and the portion of profits that is given to its shareholders. It is calculated by dividing the proposed dividend (excluding taxes on dividend) by the Profit after tax and depreciation.

Trading Window: In terms of Regulation 2(1)(n) of SEBI (Prohibition of Insider Trading) Regulations, 2015; declaration of dividends (interim or final) shall be treated as "Unpublished Price Sensitive Information." Hence, the Company shall comply with norms / compliances of trading window read with Company's Insider Trading Policy viz., Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders pursuant to Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015.

5. PARAMETERS FOR DECLARATION OF DIVIDEND

The Board will consider various parameters as mentioned below before arriving at a decision on declaration of dividend:

- Current year's Profit/ Inadequacy of profit
- Accumulated reserves
- Distributable surplus available as per various Acts and Regulations
- The Company's liquidity position and future cash flow needs
- Track record of Dividends distributed by the Company
- Capital expenditure requirements considering the expansion and acquisition opportunities
- Cost and availability of alternative sources of financing
- Funds requirement for contingencies and unforeseen events with financial implications
- Capital market scenario
- Shareholders' expectations
- Government Policies
- Macro- economic conditions
- Stipulations/ Covenants of loan agreements
- Prevailing Taxation Policy or any amendments expected thereof, with respect to dividend distribution
- Payout ratios considering probabilities of its consistency in coming time
- Any other relevant factors that the Board may deem fit to consider before declaring Dividend.

6. CIRCUMSTANCES UNDER WHICH SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND

The Board will assess the Company's financial requirements, including present and future organic and inorganic growth opportunities, government policies & regulations and other relevant factors (as mentioned elsewhere in this policy) and accordingly declare dividend in any financial year.

The shareholders of the Company may not expect dividend under certain circumstances including the following,

- In the event of inadequacy of profits or whenever the Company has incurred losses;
- Significant cash flow requirements towards higher working capital requirements / tax demands / or others, adversely impacting free cash flows;
- An impending / ongoing capital expenditure program or any acquisitions or investment in joint ventures requiring significant allocation of capital;
- Allocation of cash required for buy-back of securities; and
- Any of the internal or external factors restraining the Company from considering dividend.

7. CONFLICT IN POLICY

In the event of a conflict between this policy and the existing statutory regulations, the statutory regulations shall prevail.

8. MODIFICATION OF THE POLICY

The Board is authorised to change/amend this policy from time to time at its sole discretion and/or in pursuance of any amendments made in the Companies Act, 2013, SEBI and other Regulations, etc.

9. REVIEW AND DISCLOSURE OF POLICY

The Board may review the Dividend Distribution Policy of the Company periodically and may make revisions or changes in the existing policy at any time during the year, if required. The Dividend Distribution Policy shall be disclosed in the Annual Report of the Company and placed on the Company's website.

10. UTILISATION OF RETAINED EARNINGS

Retained earnings shall be utilised in accordance with prevailing regulatory requirements, creating reserves for specific objectives, fortifying the balance sheet against contingencies, generating higher returns for shareholders through reinvestment of profits for future growth and expansion and any other specific purpose as approved by the Board of Directors of the Company. The Company shall endeavor to utilise retained earnings in a manner that shall be beneficial to both, the interests of the Company and its stakeholders.

11. MODE OF PAYMENT

As per Regulation 12 of SEBI Listing Regulations, the Company shall use any of the electronic modes of payment facility approved by the Reserve Bank of India for the payment of the dividends. Where it is not possible to use electronic mode of payment, 'payable-at-par' warrants or cheques may be issued to the eligible shareholders. Further, where the amount payable as dividend exceeds ₹ 1,500 the payable-at-par warrants or cheques shall be sent by speed post.

12. PARAMETERS WITH REGARD TO VARIOUS CLASSES OF SHARES

Presently, the issued and paid-up share capital of the Company comprises of equity shares only. In case, the Company issues other kind of shares, the Board may suitably amend this Policy.

ANNEXURE – B

(TO THE BOARD'S REPORT)

Companies / Bodies Corporate which became / ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies as per the provisions of the Companies Act, 2013:

1. **Companies / Bodies Corporate which became Subsidiaries during the financial year 2024-25:**
   NIL
2. **Companies / Bodies Corporate which ceased to be Subsidiaries during the financial year 2024-25:**
   - Cenexi 2 SASU and Cenexi 3 SASU (step down subsidiaries) were merged with Phixen SAS, effective April 26, 2024, and
   - Cenexi Services SAS (step down subsidiary) was merged with Cenexi SAS, effective January 03, 2025
3. **Companies / Bodies Corporate which became Joint Ventures or Associates during the financial year 2024-25:**
   NIL
4. **Companies / Bodies Corporate which have ceased to be Joint Venture or Associate during the financial year 2024-25:**
   NIL

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – C

(TO THE BOARD'S REPORT)

FORM AOC-1

PART-A: SUBSIDIARIES' INFORMATION

(All amounts in ₹ millions)

S. No.	Name of the Subsidiary	Reporting period for the subsidiary	Date of Incorporation/ Acquisition	% of share-holding	Reporting Currency	Exchange Rate	Share capital	Reserves & Surplus	Total Liabilities	Total Assets	Invest-ments*	Turnover	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Proposed Dividend
1	Gland Pharma International Pte. Ltd	31-Mar-25	10-Mar-21	100%	US$	85.48	28,935.17	726.90	306.74	29,968.81	-	1,605.60	271.96	(19.20)	291.16	-
2	Gland Pharma USA Inc.	31-Mar-25	07-Mar-22	100%	US$	85.48	42.74	(1.74)	0.12	41.12	-	7.47	(2.31)	(0.05)	(2.26)	-
3	Manxen SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	607.94	(5.58)	8.59	610.95	-	-	(0.78)	-	(0.78)	-
4	Manxen 2 SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	43.39	(0.77)	5.12	47.74	-	-	(0.40)	-	(0.40)	-
5	Manxen 3 SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	6.67	4.30	3.71	14.68	-	-	(0.42)	-	(0.42)	-
6	Phixen SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	11,233.00	1,633.34	7,129.05	19,995.39	-	654.45	941.34	4.74	936.60	-
7	Cenexi SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	1,841.60	(5,188.27)	12,438.26	9,091.59	-	8,549.85	(1,852.67)	-	(1,852.67)	-
8	Cenexi HSC SAS	31-Dec-24	27-Apr-23	100%	EUR	92.08	59.85	(2,036.41)	5,740.88	3,764.32	-	1,714.24	(2,063.83)	-	(2,063.83)	-
9	Cenexi Laboratories Thissen SA	31-Dec-24	27-Apr-23	100%	EUR	92.08	538.67	737.10	2,860.20	4,135.97	-	5,226.84	(260.22)	(0.72)	(259.50)	-
10	Phineximmo SA	31-Dec-24	27-Apr-23	100%	EUR	92.08	13.81	48.92	134.45	197.18	-	63.98	33.63	9.16	24.47	-

*excludes investment in subsidiaries

PART-B: ASSOCIATES AND JOINT VENTURES

The Company does not have any Associates or Joint Ventures during the Financial year 2024-25.

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – D

(TO THE BOARD'S REPORT)

Form No. AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis :** NIL

   All contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are at arm's length basis.

2. **Details of material contracts or arrangements or transactions at arm's length basis**

   There were no material contracts or arrangements or transactions made with the Related Parties during the Financial Year 2024-25.

   The details of other contracts or arrangements with the Related Parties at arm's length basis are set out in the standalone financial statements forming part of this Annual Report. The same may be referred for this purpose.

   Appropriate approvals have been taken for related party transactions. No amount was paid as advance.

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – E

(TO THE BOARD'S REPORT)

CSR REPORT

[Annexure –II for The Companies (Corporate Social Responsibility Policy) Rules, 2014]

The Annual Report on CSR Activities to be included in the Board's Report for Financial Year ending March 31, 2025

1. Brief outline on CSR Policy of the Company.

The 'Gland CSR Policy' encompasses the Company's (Gland) philosophy of "Serving Society through Industry" and is designed to employ Company's resources, strengths and strategies in discharging its responsibility as a Corporate Citizen.

Gland continues to strive to transform the business environment in which it operates. It also works for the transformation of the Society. The aim of Gland is to create an environment which enhances opportunities for all the good things, better education and overall quality of living that life has to offer. Gland designs its CSR initiatives in alignment with its objective of enhancing the quality of life in all aspects.

The Objective of the Gland CSR Policy is to:

(i) Ensure an increased commitment at all levels in the organisation, to operate its business in an economically, socially & environmentally sustainable manner, while recognising the interests of all its stakeholders.

(ii) To directly or indirectly take up programs that benefit the communities, preferably but not necessarily in & around its Plants and offices.

The Corporate Social Responsibility Committee (CSR Committee) of the Board of Directors of the Company has the power to approve the projects / programmes, for which the Annual CSR budget should be spent. However, the amount shall be spent on those activities as mentioned under Schedule VII of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time.

Gland follows a project based accountability approach to assess the sustainability of the project through its action plan to qualify as 'short-term' and 'long-term' initiatives.

To ensure effective implementation of the CSR programs undertaken, a monitoring mechanism will be put in place at the Corporate Office. The progress of CSR programs under implementation at various locations will be reported to Corporate Office on a monthly basis and the Corporate Office will report to the Committee on a quarterly basis.

The CSR Department at the Corporate Office will conduct impact studies on a periodical basis, through independent professional third parties / professional institutions, especially on a strategic and high value programs.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Srinivas Sadu	Chairman of CSR Committee / Executive Chairman	1	1
2.	Mr. Essaji Goolam Vahanvati	Member of the CSR Committee / Independent Director	1	1
3.	Dr. Jia Ai Zhang	Member of the CSR Committee/ Non-Executive Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

www.glandpharma.com/csr

4. Provide the Executive Summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8, if applicable:

The Company takes cognizance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and has initiated impact assessment of CSR projects through independent agencies for the eligible projects completed in FY 2023-24. The reports are available on the Company's website at https://glandpharma.com/images/Impact%20Assessment%20Study%20Report.pdf

5. (a) Average Net Profit of the Company as per sub-section (5) of Section 135 : ₹ 13,580.36 Mn

b) Two percent of average net profit of the Company as per sub section (5) of Section 135 : ₹ 271.61 Mn

c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL

d) Amount required to be set off for the financial year if any : Nil

e) Total CSR obligation for the financial year [(b)+(c)-(d)] : ₹ 271.61 Mn

6. (a) Amount spent on CSR Projects (both Ongoing Projects and other than Ongoing Projects) : 264,786,947/- (the details of both Ongoing Projects and other than Ongoing Projects are provided as an Annexure to the CSR Report)

(b) Amount spent in Administrative Overheads : ₹ 6,525,048/-

(c) Amount spent on Impact Assessment, if applicable : ₹ 2,95,200/-

(d) Total amount spent for the Financial year [(a)+(b)+ (c)] : ₹ 271,607,195/-

(e) CSR Amount spent or unspent for the Financial Year :

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
271,607,195	NIL	Not Applicable	Not Applicable	-	-

(f) Excess if any setoff:

Sl. No.	Particulars	Amount
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 271.61 Mn
	Total amount spent for the Financial Year	₹ 271.61 Mn
	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
1.	2021-22	22,744,363	NIL	-	N.A	N.A	NIL	NA
2.	2022-23	35,776,717	NIL	-	N.A	N.A	NIL	NA
3.	2023-24	3,667,104	NIL	3,667,104	N.A	N.A	NIL	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

(asset-wise details) – Not Applicable

Note: All the civil constructions, Machinery, furniture and fittings, etc. were constructed / installed in Govt. School buildings, Hospitals, etc. where the concerned Govt. School / Hospital will have absolute right over the capital asset. No capital asset was created under the ownership of the Company or Gland-Fosun Foundation.

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135.: Not applicable

For and on behalf of the Board

Srinivas Sadu
Chairman of CSR Committee,
Executive Chairman
DIN : 06900659

Essaji Goolam Vahanvati
Member of CSR Committee,
Independent Director
DIN : 00157299

Place: Hyderabad
Date: 20.05.2025

Annexure to CSR Report

1 (a) Details of CSR amount spent against ongoing projects for the financial year: NIL

1 (b) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)
Sl. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/ No)**	**Location of the project.**		**Amount spent for the project (in ₹)**	**Mode of implementation - Direct (Yes/No)**	**Mode of implementation - Through implementing agency**
				State	**District**			**Name and CSR registration number**
1.	Free Breakfast to Govt. Schools' students	Promotion of Education and Eradication of Hunger	Yes	Telangana / Medchal-Malkajgiri and Sangareddy districts Andhra Pradesh / Vizag		43,762,766	No	The Akshayapatra Foundation CSR00000286
2.	Sponsorship of Teachers and support staff in Government Schools	Promotion of Education	Yes	Telangana / Medchal-Malkajgiri and Sangareddy districts		10,852,053	No	Gland-Fosun Foundation CSR00000676
3.	Construction of additional classrooms, dining halls, toilets, etc. in various govt. schools and renovation of school buildings	Promotion of Education	Yes	Telangana / Medchal-Malkajgiri, Hyderabad and Sangareddy districts		134,009,149	No	Gland-Fosun Foundation CSR00000676
4.	Sponsorship of Food and Education for children in orphanages	Promotion of Education and Eradication of Hunger	Yes	Telangana / Hyderabad		1,190,000	No	Gland-Fosun Foundation CSR00000676
5.	Sponsorship of Food, Education and infrastructure to children in orphanges	Promotion of Education and Eradication of Hunger	Yes	Telangana / Hyderabad		9,858,520	No	Arunodaya Trust CSR00012742
6.	Furniture to various government schools	Promoting Education		Telangana / Medchal-Malkajgiri, Sangareddy, Medak		1,311,608	No	Gland-Fosun Foundation CSR00000676
7.	Promotion of education through Experiential Learning and science fair	Promotion of Education	Yes	Telangana / Medchal-Malkajgiri, Sangareddy, Medak		8,941,900	No	Gland-Fosun Foundation CSR00000676
8.	Promotion of education for Tribal children	Promotion of Education	Yes	Telangana / Hyderabad, Komaram Bheem Asifabad Andhra Pradesh / Vizag		2,600,000	No	Gland-Fosun Foundation CSR00000676
9.	Promotion of education for Slum area children	Promotion of Education	Yes	Hyderabad		1,235,500	No	Gland-Fosun Foundation CSR00000676
10.	Comprehensive Health Plan for Socio-Economic Challenged Children	Promoting Healthcare including Preventive Healthcare	Yes	Telangana / Hyderabad		9,663,500	No	Gland-Fosun Foundation CSR00000676
11.	Supply of Equipment to Government Nursing Colleges in Kurnool and Guntur, A.P	Promoting Healthcare including Preventive Healthcare	Yes	Andhra Pradesh / Kurnool and Guntur		8,289,500	No	Gland-Fosun Foundation CSR00000676

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency
				State	District			Name and CSR registration number
12.	Contribution for Charity Hospital	Promoting Healthcare including Preventive Healthcare	Yes	Telangana,	Malkajgiri	2,221,249	No	Gland-Fosun Foundation CSR00000676
13.	Supply of Fogging Machines	Promoting Healthcare including Preventive Healthcare	Yes	Andhra Pradesh / Vizag and Anakapalli		961,600	No	Gland-Fosun Foundation CSR00000676
14.	Supply of food baskets to TB Patients under PMTBMBA programme	Promoting Healthcare including Preventive Healthcare	Yes	Telangana /	Adilabad	833,000	No	Gland-Fosun Foundation CSR00000676
15.	Supply of clean drinking water facility in Zoo park	protection of flora and fauna, animal welfare	Yes	Telangana /	Hyderabad	2,500,000	No	Gland-Fosun Foundation CSR00000676
16.	Awareness program to school students on International Tiger Day	protection of flora and fauna, animal welfare	Yes	Telangana /	Hyderabad	127,797	No	Gland-Fosun Foundation CSR00000676
17.	Restoration of de-graded lands and ensure survival of tigers in Kawal landscape (Telangana) through community-based solutions	Conservation of Environment, Flora and Fauna	Yes	Telangana / Adilabad, Komaram-Bheem Asifabad,	Mahabubnagar	2,438,000	No	Gland-Fosun Foundation CSR00000676
18.	Tiger and prey-base monitoring and anti-poaching support	Conservation of Environment, Flora and Fauna	Yes	Telangana / Adilabad, Komaram-Bheem Asifabad,	Mahabubnagar	8,664,100	No	Gland-Fosun Foundation CSR00000676
19.	Support to relocated villages from Kawal Tiger Reserve	Conservation of Environment, Flora and Fauna	Yes	Telangana / Komaram-Bheem Asifabad,	Nirmal	3,500,000	No	Gland-Fosun Foundation CSR00000676
20.	Promotion of eco-tourism to promote alternate livelihood to tribals	Conservation of Environment, Flora and Fauna	Yes	Telangana / Komaram-Bheem Asifabad,	Mancherial	1,000,000	No	Gland-Fosun Foundation CSR00000676
21.	Renovation of play-ground and other amenities for sportsmen	Promotion of Olympic sports	Yes	Telangana /	Hyderabad	2,499,708	No	Gland-Fosun Foundation CSR00000676
22.	Supply of bikes to Telangana Police	Women empowerment and women safety	Yes	Telangana /	Sangareddy	1,230,042	No	Gland-Fosun Foundation CSR00000676
23.	Increasing road safety for traffic alignment	Maintaining quality of air and ensuring environmental sustainability	Yes	Andhra Pradesh /	Vizag	177,000	No	Gland-Fosun Foundation CSR00000676
24.	Provision for Safe Drinking water	Availability of Safe Drinking water	Yes	Telangana /	Mechal-Malkajgiri	6,919,955	No	Gland-Fosun Foundation CSR00000676
					TOTAL	**264,786,947**		

ANNEXURE – F

(TO THE BOARD'S REPORT)

Form No. MR-3

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of Companies (Appointment and Remuneration Personnel Rules, 2014]

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

To,
The Members,
Gland Pharma Limited
Sy. No. 143-148,150 &151, Near Gandimaisamma 'X' Roads
D.P.Pally, Dundigal, Gandimaisamma(M)
Medchal - Malkajgiri District
Hyderabad-500 043
Telangana.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to the good corporate practices by **Gland Pharma Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **Gland Pharma Limited's** books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on **31st March, 2025** ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31st March, 2025 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; – **(Not Applicable to the Company during the Audit Period)**

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **(Not Applicable to the Company during the Audit Period)**

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - **(Not Applicable to the Company during the Audit Period)** and

(j) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(vi) **We further report that,** having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

(a) The Drugs and Cosmetics Act, 1940 and the Drugs and Cosmetics Rules, 1945 and other rules made thereunder;

(b) The Narcotic Drugs and Psychotropic Substances Act, 1985

(c) The Drugs (Prices Control) Order, 2013

We have also examined compliance with the applicable clauses of the following

(i) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India; and

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

As on 31st March, 2025 the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non- Executive Directors and Independent Directors.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice was given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the period under review, resolutions were carried out through majority decisions. As confirmed by the Management, there were no dissenting views expressed by any of the members on any business transacted at the Meetings held during the period under review

We further report that there are adequate systems and processes in the Company to commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the following are the major events happened during the period under review:

1. Completion of the term of Mr. Yiu Kwan Stanley Lau (DIN: 08455325), as an Independent Director of the Company w.e.f. 09th June, 2024.
2. Mr. Chen Qiyu (DIN: 07675421), Non-Executive & Non-Independent Director, not liable to retire by rotation vacated his office with effect from 30th August, 2024, pursuant to Regulation 17(1D) of the Listing Regulations, as he is yet to obtain the Security Clearance from the Ministry of Home Affairs, Government of India for continuation as a Director in the Company, consequent to completion of five years as a Director, not liable to retire by rotation.
3. Mr. Yao Fang (DIN: 09524705), Non-Executive & Non-Independent Director, liable to retire by rotation at the 46th Annual General Meeting of the Company, didn't offer himself for reappointment. Hence, he was retired and was not reappointed at the 46th Annual General Meeting held on 30th August, 2024.
4. Appointment of Mr. Wenjie Zhang (DIN: 10727581) as a Non-Executive & Non-Independent Director, liable to retire by rotation, in the 46th Annual General Meeting of the Company held on 30th August, 2024.
5. Appointment of Ms. Wei Huang (DIN: 10818586) as a Non-Executive & Non-Independent Director, liable to retire by rotation, by passing of resolution through Postal ballot on 08th December, 2024. She was initially appointed as an Additional Director on 04th November, 2024, by the Board of Directors.
6. Consequent to completion of the term of Mr. Yiu Kwan Stanley Lau as an Independent Director; Mr. Srinivas Sadu was appointed as the Executive Chairman and CEO of the Company with effect from 10th June, 2024. Mr. Srinivas Sadu has been further re-designated as the Executive Chairman with effect from 16th January, 2025; consequent to the appointment of Mr. Shyamakant Giri as the Chief Executive Officer of the Company.
7. The Company has declared final dividend of ₹ 20 on equity shares for the financial year ended 31st March, 2024 in its 46th Annual General Meeting held

on 30.08.2024 and the ex-date (record date) was 16.08.2024

8. Approval of members was obtained by passing of ordinary resolution through postal ballot on 8th December, 2024 for appointment of Ms. Wei Huang (DIN: 10818586) as a Non-Executive & Non-Independent Director of the Company.

9. Approval of members was obtained by passing of the following resolutions through postal ballot on 09th March, 2025; for Payment of commission on profits as remuneration to

   a. Ms. Naina Lal Kidwal (DIN: 00017806), Independent Director (Special Resolution)

   b. Mr. Udo Jahannes Vetter (DIN: 00707474), Independent Director (Ordinary Resolution)

   c. Mr. Essaji G Vahanvati (DIN: 00157299), Independent Director (Ordinary Resolution)

10. Approval of members was obtained by passing of the following special resolutions through postal ballot on 30th March, 2025;

    a. Approval of "Gland Pharma Employee Stock Option Scheme 2025".

    b. Approval of Grant of Employee Stock Options to the Employees of Subsidiary Companies of the Company Under "Gland Pharma Employee Stock Option Scheme 2025".

11. As per the Gland Pharma ESOPs Scheme, 2019 the Company had issued Equity shares in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014 during reporting Period:

    (i) 1st Allotment of 41,200 Equity Shares of ₹ 1/- each on 07/06/2024

    (ii) 2nd Allotment of 4,700 Equity Shares of ₹ 1/- each on 26/02/2025

For RVR & Associates
Company Secretaries
PR. No. P2015TL082000

D Soumya
Associate Partner
FCS. No: 11754
CP. No. 13199
UDIN: F011754G000393401
Peer Review Cert. No.: 3175/2023

Place: Hyderabad
Date: 20.05.2025

Note: This report is to be read with our letter of even date which is annexed as 'Annexure' and forms an integral part of this report.

Annexure

To,
The Members,
Gland Pharma Limited
Sy .No.143-148,150 &151, Near Gandimaisamma 'X' Roads
D.P.Pally, Dundigal, Gandimaisamma(M)
Medchal-Malkajgiri District
Hyderabad-500 043
Telangana.

Our report of even date is to be read along with this letter:

a. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.

b. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

c. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

d. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

e. The compliance of the provisions of Companies Act, 2013 and other applicable laws, Rules, Regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.

f. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

g. We further report that, based on the information provided by the Company, its officers, authorised representatives during the conduct of the audit in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labour laws, Environment laws and Data protection policy.

h. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws, Labour Laws – General and Other Specific laws as may be applicable to the Company, have not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

i. All the documents, records and other information were verified and checked electronically as provided by the management.

j. We further report that during the audit report there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulation, guidelines, standards, etc.

For RVR & Associates
Company Secretaries
PR. No. P2015TL082000

D Soumya
Associate Partner
FCS. No: 11754
CP. No. 13199
UDIN: F011754G000393401
Peer Review Cert. No.: 3175/2023

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – G

(TO THE BOARD'S REPORT)

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo as required under the Companies (Accounts) Rules, 2014

A. Conservation of Energy

(i) Steps taken to conserve energy

The Company has been committed to reduce energy consumption at various levels and various steps have been initiated to conserve Energy. Advanced models and tools were used to improve energy efficiency and reduce carbon footprint at Factories and Offices. The Lighting System in Corporate Office including the Cellar used for Car Parking is based on Artificial Intelligence with Auto ON/ OFF. Maximum windows were installed for better natural light and to avoid lights during day time.

In the Factories, HVAC systems run in Auto mode with Auto control system to avoid continuous run at high frequency. The water loop system runs with auto mode with reference to the utilisation of user point pump. Speed varies automatically to save energy.

(ii) Steps taken to utilise alternate sources of energy

The Company has shifted from Furnace Oil to PNG for operating the Boilers in Dundigal, Pashmylaram and Shamirpet, Facilities in Telangana and VSEZ and JNPC Facilities in Andhra Pradesh to reduce pollution levels. The Company has installed roof top solar panels in its Manufacturing Facilities and Corporate Office, with a total capacity of 3.56 MW, equivalent to approximately 5% of the annual power consumption of the Company.

(iii) Capital investment on energy conservation equipment:

The Company has spent an amount of ₹ 6.79 Mn for Effluent storage tank capacity enhancement, Secondary containment pits, Battery Trolley, Effluent segregation, New RO plant, etc. during the FY 2024-25. The Company has spent an amount of ₹ 70.14 Mn for installation of roof top solar panels during the FY 2024-25.

B. Technology Absorption

RESEARCH AND DEVELOPMENT (R&D):

1.	Specific areas in which R&D is carried out by the Company.	Formulation Development, Analytical Method Development, Stability studies and Development of new products.
2.	Benefits derived as a result of the above R&D	Developed new products and achieved cost and process efficiencies on existing products.
3.	Future plan of action	To develop processes for newer products and intermediates.

(₹ in million)

		2024-25	2023-24
4.	Expenditure on R&D		
	a) Capital	163.50	144.35
	b) Recurring	1,758.37	1,629.40
	c) Total	1,921.87	1,773.75
	d) Total R&D Expenditure as a Percentage of Revenue from operations	4.66%	4.26%

Technology absorption, adaptation and innovation:

1.	Efforts, in brief, are made towards technology absorption and adoption.	Works on Basic Drugs and Formulations related to the Company's existing activities at various levels of development.
2.	Benefits derived as a result of the above efforts	Developed new products and achieved cost and process efficiencies on existing products.
3.	Information regarding import of technology during the last 3 years.	NIL

C. Foreign Exchange Earnings and Outgo

(₹ in million)

PARTICULARS	2024-25	2023-24
1. Foreign Exchange Earnings:		
In US$	423.82	426.74
In EURO	1.22	1.23
In CAD	4.98	3.82
In AUD	0.28	0.45
Equivalent In ₹	40,900.27	35,764.19
2. Foreign Exchange Outgo:		
Capital Expenditure		
In US$	2.55	2.55
In EURO	3.05	9.96
Equivalent In ₹	493.30	1,104.61
Revenue Expenditure		
In US$	158.99	90.64
In EURO	10.44	8.73
Equivalent In ₹	14,399.58	8,296.61
Payment to Financial Institutions	-	-

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – H

(TO THE BOARD'S REPORT)

Details of Employees Stock Option Scheme Pursuant to Rule 12(9) of Companies (Share Capital and Debentures) Rules, 2014

The details of Stock Options as on March 31, 2025 under the Employees Stock Option Scheme-2019 of the Company are as under:

Sl. No	Particulars	Grant-1	Total
a.	Options granted		
	Options granted initially	154,950	154,950
	Additional options granted pursuant to Split	1,394,550	1,394,550
	Total Options in force - After Split (from ₹ 10/- to ₹ 1/-)	1,549,500	1,549,500
b.	Options vested	1,475,400	1,475,400
c.	Options exercised	1,473,600	1,473,600
d.	The total no. of shares arising as a result of exercise of options	1,473,600	1,473,600
e.	Options lapsed	74,100	74,100
f.	The Exercise Price (After Split)	542	542
g.	Variations of terms of Options	NIL	NIL
h.	Money realised by exercise of options (in ₹)	798,691,200	798,691,200
i.	Total number of options in force	1,800	1,800

j. Employee-wise details of options granted during the year 2024-25 to

(i) Key Managerial Personnel : NIL

(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year : NIL

(i) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant : NIL

Note: The Company did not grant any Options during the Financial Years 2020-21,2021-22, 2022-23, 2023-24 and 2024-25 and all the Options granted under the above mentioned Scheme was made during the Financial Year 2019-20.

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

ANNEXURE – I.1

(TO THE BOARD'S REPORT)

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2024-25 and the percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary during the financial year 2024-25:

Name	Designation	Ratio to median remuneration	% increase in remuneration in FY 2024-25
Mr.Srinivas Sadu	Executive Chairman	136.94	23.64
Ms.Naina Lal Kidwai	Independent Director	18.25	4.76
Mr. Satyanarayana Murthy Chavali	Independent Director	7.30	46.67
Mr. Essaji Goolam Vahanvati	Independent Director	6.47	30.00
Mr. Udo J Vetter	Independent Director	6.80	36.67
Mr. Yiu Kwan Stanley Lau	Independent Director	0.50	(94.54)#
Mr. Shyamakant Giri	Chief Executive Officer	N.A	N.A*
Mr. Ravi Shekhar Mitra	Chief Financial Officer	N.A	41.79
Mr. Sampath Kumar Pallerlamudi	Company Secretary	N.A	33.22

Note:

a) There was no change in the Commission paid to any of the Independent Directors for the FY 2023-24 and FY 2024-25. The variation reflected in the last column is due to change in sitting fees for attendance at Board Meetings (FY 2023-24: 5 Board meetings, FY 2024-25: 8 Board meetings) and Committee Meetings. There was no sitting fee for attending the Committee Meetings during FY 2023-24.

b) #Mr. Stanley Y Lau had retired as an Independent Director with effect from June 9, 2024 and a sitting fee of ₹ 0.3 Mn was paid to him during FY 2024-25.

c) Other Non-Executive and Non-Independent Directors were not paid any remuneration or sitting fee during FY 2024-25.

d) *Mr. Shyamakant Giri was appointed as CEO with effect from 16.01.2025 and hence the percentage increase in his remuneration is not applicable for FY 2024-25.

(ii) The percentage increase in the median remuneration of employees in the financial year 2024-25: 0.44%

(iii) Number of permanent employees on the rolls of the Company as on 31st March 2025: 4,351

(iv) For the FY 2024-25, the average annual increase in the remuneration of employees (excluding the remuneration of managerial personnel) was 4.14% and for the managerial remuneration there was an increase of 13.09% (excluding perquisite on exercise of ESOPS). However, for the purpose of average remuneration of managerial personnel, the actual payout to Mr. Shyamakant Giri was considered and the same was not annualized.

(v) It is affirmed that the remuneration is as per the Nomination and Remuneration policy of the Company.

For and on behalf of the Board

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Place: Hyderabad
Date: 20.05.2025

Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of listed entity

1.	Corporate Identification Number (CIN) of the Company	L24239TG1978PLC002276
2.	Name of the Listed Entity	Gland Pharma Limited
3.	Year of incorporation	1978
4.	Registered office address	Sy.No.143-148,150 &151,Near Gandimaisamma 'X' Roads, D.P.Pally, Dundigal, Dundigal - Gandimaisamma(M), Medchal-Malkajgiri District, Hyderabad, Telangana – 500 043, India
5.	Corporate office address	Plot No.11& 84,TSIIC, Phase-IV, Pashamylaram (V), Patancheru (M), Sangareddy District, Hyderabad, TG 502307 IN
6.	E-mail	investors@glandpharma.com
7.	Telephone	+91-8455-699999
8.	Website	https://glandpharma.com/
9.	Financial year for which reporting is being done	April 1, 2024 to March 31, 2025
10.	Name of the Stock Exchanges where shares are listed	1. National Stock Exchange of India Limited 2. BSE Limited
11.	Paid-up Capital	₹ 164,756,423 (divided into 164,756,423 equity shares of ₹ 1 each)
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Sampath Kumar Pallerlamudi, Company Secretary and Compliance Officer Email: investors@glandpharma.com Tel: +91 8455699999 | Ext: 1194
13.	Reporting Boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	All disclosures in this BRSR Report are on Standalone basis, unless otherwise mentioned
14.	Name of assurance provider	Not Applicable
15.	Type of assurance obtained	Not Applicable

II. Products/services

16. Details of business activities (accounting for 90% of the turnover)

Sl. No.	Description of Main Activity	Description of Business Activity	% of turnover of the Company
1.	Pharmaceuticals.	Pharmaceutical research and development, manufacturing, and marketing of complex injectables.	100%

17. Products/Services sold by the Company (accounting for 90% of the turnover)

Sl. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Development, manufacturing and sale of Generic Formulations	21009	100%

III. Operations

18. Number of locations where plants and/or operations/offices of the Company are situated:

Location	Number of plants	Number of offices	Total
National	7	1	8
International	4	3	7

Note: The International offices and Plants mentioned above belong to the subsidiaries of the Company.

19. Markets served by the Company

a. Number of locations

Locations	Number
National (No. of States)	20
International (No. of Countries)	60

b. What is the contribution of exports as a percentage of the total turnover of the Company? – 88.97%

c. A brief on types of customers

The Company specialises in sterile injectables, Oncology, and Ophthalmics with a specific focus on complex injectables, NCE-1s (New Chemical Entities), First-to-File products, and 505(b)(2) filings. The Company functions primarily on a business-to-business (B2B) model and has a proven track record in pharmaceutical research and development, manufacturing, and marketing of complex injectables.

IV. Employees

20. Details as at the end of Financial Year, i.e. March 31, 2025:

a. Employees and workers (including differently abled):

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	EMPLOYEES					
1.	Permanent (D)	4,313	3,769	87%	544	13%
2.	Other than Permanent (E)	0	0	Nil	0	Nil
3.	**Total employees (D+E)**	**4,313**	**3,769**	**87%**	**544**	**13%**
	WORKERS					
4.	Permanent (F)	38	21	55%	17	45%
5.	Other than Permanent (G)	0	0	Nil	0	Nil
6.	**Total workers (F+G)**	**38**	**21**	**55%**	**17**	**45%**

b. Differently abled Employees and workers:

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	0	0	Nil	0	Nil
2.	Other than Permanent (E)	0	0	Nil	0	Nil
3.	**Total differently abled employees (D+E)**	**0**	**0**	**Nil**	**0**	**Nil**
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	0	0	Nil	0	Nil
5.	Other than Permanent (G)	0	0	Nil	0	Nil
6.	**Total differently abled workers (F+G)**	**0**	**0**	**Nil**	**0**	**Nil**

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8	2	25%
Key Management Personnel	4	0	0%

22. Turnover rate for permanent employees and workers (disclose trends for the past 3 years)

	FY 2025			FY2024			FY2023		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	15%	14%	14%	23%	23%	23%	20%	25%	20%
Permanent Workers	5%	0%	3%	4%	0%	3%	4%	17%	10%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. Name of holding/subsidiary/associate companies/joint ventures

Sl. No.	Name of the holding/ subsidiary/ associate companies/joint ventures (A)	Indicate whether Holding/Subsidiary/ Associate/Joint Venture	% of shares held by the Company	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
1	Fosun Pharma Industrial Pte. Ltd	Holding Company	51.83%	No
2	Gland Pharma International Pte Ltd	Wholly owned Subsidiary	100%	No
3	Gland Pharma USA Inc.	Wholly owned Step-down subsidiary	100%	No
4	Manxen SAS	Wholly owned Step-down subsidiary	100%	No
5	Manxen 2 SAS	Wholly owned Step-down subsidiary	100%	No
6	Manxen 3 SAS	Wholly owned Step-down subsidiary	100%	No
7	Phixen SAS and its subsidiaries (Cenexi Group)#	Wholly owned Step-down subsidiary	100%*	No

#The wholly owned subsidiaries of Phixen SAS are as under:

1. Cenexi SAS
2. Cenexi HSC SAS
3. Cenexi Laboratories Thissen SA
4. Phineximmo SA

- Cenexi 2 SASU and Cenexi 3 SASU were merged with Phixen SAS, effective April 26, 2024, and
- Cenexi Services SAS was merged with Cenexi SAS, effective January 03, 2025

*99.42% stake in Phixen SAS is held by Gland Pharma International Pte. Ltd and the balance 0.58% is held by the Manxen SAS, Manxen 2 SAS and Manxen 3 SAS collectively; which are wholly owned subsidiaries of Gland Pharma International Pte. Ltd.

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)
Yes

(ii) Turnover (in ₹) 41,161.49 Mn

(iii) Net worth (in ₹) 97,551.02 Mn

VII. Transparency and Disclosure Compliances

25. Complaints/Grievances on any of the principles (Principle 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom compliant is received	Grievance Redressal Mechanism in place (Yes/No) *(If yes, then provide weblink for grievance redressal policy)*	FY2025			FY2024		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes, the Company has CSR policy in place and capture the grievance while conducting various CSR activities. Weblink: https://glandpharma.com/images/Corporate_Social_Responsibility_Policy.pdf	NIL	NIL	NA	NIL	NIL	NA
Investors (other than shareholders)	Yes For any grievance write to us at investors@glandpharma.com	NIL	NIL	NA	NIL	NIL	NA
Shareholders	Yes. The Board of Directors have constituted the Stakeholders Relationship and Share Transfer Committee to redress the complaints/ grievances of the shareholders. Weblink: https://scores.sebi.gov.in/scores-home	NIL	NIL	NA	NIL	NIL	NA
Employees and workers	Yes https://glandpharma.com/images/Whistle_blower_policy-amended-20.05.2025.pdf	NIL	NIL	NA	NIL	NIL	NA
Customers	Yes https://glandpharma.com/contact-us	NIL	NIL	NA	NIL	NIL	NA
Value Chain Partners	Yes	NIL	NIL	NA	NIL	NIL	NA
Others (please specify)	NIL	NIL	NIL	NIL	NIL	NIL	NA

26. Overview of the Company's business conduct, pertaining to environment and social matters that present a risk or an opportunity to the business of the Company, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format:

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Occupational health and safety	R	The Company acknowledges that its success is closely tied to the satisfaction and well-being of its employees, encompassing both their physical and mental health. It strives to create a supportive and nurturing environment that promotes employee satisfaction, taking into account their physical and mental well-being as integral components of a thriving workplace	The Company has implemented an occupational health and safety management system that aligns with the ISO 45001 standard. Moreover, the Company has implemented a Hazard Identification and Risk Assessment (HIRA) , SOP GSE0024, which facilitates the conduct of risk assessments. The company has also established a Near Miss/ Incident Reporting System, through SOP: GSE0013. That enables the company to effectively manage and document near misses and incidents.	Negative
2	Community engagement	O	The Company places significant importance on engaging with the communities in which it operates, aiming to build trust and foster harmony. By engaging with the local communities, the Company aims to contribute positively, address their concerns, and promote mutual understanding and cooperation.		Positive
3	Regulatory Compliance	R	The Company's business can be influenced by frequent and intricate regulatory changes.	The Company stays updated on amendments to rules, regulations, and laws by actively monitoring information provided by various government, industrial, and trade bodies. This ensures that the Company remains informed about any changes that may affect its operations and enables it to maintain compliance with the evolving regulatory landscape.	
4	Promoting Diversity	O	The Company recognises the importance of fostering a diverse and inclusive workforce at all levels of the Company. It is committed to cultivating a culture, implementing hiring practices, and promoting policies that embrace representation from diverse backgrounds.		Positive
2	Cultural Integration	O	The Company on its way to achieving its vision emphasises the importance of cultural integration across all of its subsidiaries spanning around the globe for smooth facilitation of services across the globe.		Positive
6	ESG Factors	R	The Company is in the process of setting up the targets and achieving the same with dedicated timelines to be on par with the consistently increasing ESG demands from various stakeholders as well as the Regulatory Authorities	Constant monitoring and upgradation with respect to ESG laws and requirements across all the departments of the Company and introducing various third party surveys and accreditations from time to time.	Negative

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions			P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes											
1.	a.	Whether the Company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b.	Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c.	Weblink of the policies, if available	https://glandpharma.com/investors/corporate-governance#governance-policies								
2.		Whether the Company has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.		Do the enlisted policies extend to the Company's value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.		Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by the Company and mapped to each principle.	ISO 45001:2018 ISO 14001:2015 ISO 9001 : 2015 WHO GMP certificates								
5.		Specific commitments, goals and targets set by the Company with defined timelines, if any.	The Company is committed to achieving its goals and targets through diligent planning, strategic decision-making, and continuous improvement. The Company's commitment extends to delivering exceptional products, fostering innovation, ensuring customer satisfaction, and adhering to the highest standards of quality and compliance.								
6.		Performance of the Company against the specific commitments, goals and targets along with reasons, in case the same are not met.	Not Applicable								

Governance, leadership and oversight

7. Statement by Director, responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (*listed entity has flexibility regarding the placement of this disclosure*)

Gland Pharma is firmly committed to sustainability and recognises its responsibility to the environment, society, and future generations. In response to community concerns regarding environmental, health, and safety (EHS) matters, the company has proactively implemented a range of measures to address these issues within its operations.

To effectively manage Bio-Medical Waste, Gland Pharma has devised and implemented robust strategies for the treatment and recycling of wastewater. The company regularly screens and upgrades its effluent and sewage treatment plants at their manufacturing facilities, ensuring proper and responsible wastewater management.

Demonstrating a strong dedication to sustainable water usage, the Company has undertaken significant improvements to its raw water underground storage tank, resulting in a notable reduction in overall water consumption.

By continually enhancing the water quality sampling process, Gland Pharma has achieved even more significant reductions in water usage.

Aligned with their unwavering commitment to environmental sustainability, the Company has successfully transitioned to cleaner fuels at their manufacturing facilities. By replacing furnace oil with piped natural gas (PNG) as boiler fuel, Gland Pharma has significantly reduced stack emissions and lowered CO2 output. Furthermore, the Company has plans to extend this transition to other facilities, solidifying their position as responsible stewards of the environment.

These proactive measures exemplify Gland Pharma's approach to addressing community concerns and their persistent dedication to environmental stewardship. By prioritising EHS measures and embracing sustainable practices, the company aims to make a positive and lasting contribution to the well-being of the communities in which it operates while minimising its ecological impact.

Disclosure Questions		P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Srinivas Sadu Executive Chairman DIN No.: 06900659								
9.	Does the Company have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The company has its dedicated CSR committee. The CSR Committee currently comprises of two Non Executive Directors and One Executive Director. Mr. Srinivas Sadu, Executive Chairman of the Company is also the Chairman of the Committee. The composition of the Committee meets the requirements of the Companies Act, 2013.								

10. Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review provided below taken by Director/Committee of the Board/any other Committee									Frequency (Annually/Half yearly/ Quarterly/Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Committee of the Board									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Committee of the Board									Annually								

11. Has the entity carried out independent assessment /evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	No								

12. If answer to question (1) above is 'No' i.e. not all Principles are covered by a Policy, reasons to be stated:

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principle material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Section C: PRINCPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors including Key Managerial Personnel	8	Business, Regulations, Code of Business Conduct and Ethics, Economy and Environmental, Social and Governance parameters, key Regulatory changes, Risks, Compliances, and Legal cases.	100%
Employees other than Board of Directors and KMPs and Workers	1803	The employees/ workers of the Company undergo various training programmes throughout the year. Many trainings programmes followed a blended learning approach which entailed virtual classroom initiatives, along with dissemination of e-learning modules. Various trainings were undertaken during the year such as Prohibition of Insider Trading, Prevention of Sexual Harassment at the Workplace, Information and Cyber Security Awareness, Code of Conduct, Know Your Customer guidelines, and ESG. Other trainings included induction programmes for new recruits, leadership training, digitalisation and cyber security and modules on soft skills, programmes on mental and physical well-being, among several others	80%*

***Note:** some employees/workers have attended more than one training programme and hence the percentage of the employees/workers covered by the awareness programme may not be accurate.

2. Details of fines /penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year:

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

	Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine					
Settlement			NIL		
Compounding fee					

	Non-Monetary			
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment				
Punishment		NIL		

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
NIL	

4. Does the Company have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

The Company has a robust and comprehensive anti-corruption and anti-bribery policy in place to ensure ethical business practices and maintain the highest standards of integrity across all its operations.

Link of Anti-bribery Policy: https://glandpharma.com/images/Whistle_blower_policy-amended-20.05.2025.pdf

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY2025	FY2024
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest

	FY2025		FY2024	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	-	0	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	-	0	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflict of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY2025	FY2024
Number of days of accounts payable	56	40

9. Open-ness of Business

Parameter	Metrics		FY2025	FY2024
Concentration of purchases	a)	Purchases from trading houses as % of total purchases	13%	14%
	b)	Number of trading houses where purchases are made from	58	49
	c)	Purchases from top 10 trading houses as % of total purchases from trading houses	92%	91%
Concentration of Sales*	a)	Sales to dealers / distributors as % of total sales	1.14%	0.35%
	b)	Number of dealers / distributors to whom sales are made	335	393
	c)	Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	27%	25%
Share of RPT's in	a)	Purchases (Purchases with related parties / Total Purchases)	5.43%	2.30%
	b)	Sales (Sales to related parties / Total Sales)	9.54%	13.94%
	c)	Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	Nil
	d)	Investments (Investments in related parties / Total Investments made)	100%	100%

*With respect to Concentration of Sales; only B2C Sales (excluding Sales relating to Tenders, Hospitals and Nepal) have been considered.

PRINCIPLE 2: BUSINESS SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of products and processes to total R&D and capex investments made by the entity, respectively.**

Segment	FY2025	Details of improvements in environmental and social impacts	FY2024	Details of improvements in environmental and social impacts
R&D	NIL		NIL	
Capex	0.35%	Effluent storage tank capacity enhancement, Secondary containment pits, Battery Trolley, Effluent segregation, and New RO plant etc.	0.35%	Effluent storage tank capacity enhancement, Secondary containment pits, Battery Trolley, Effluent segregation, and New RO plant etc.
	3.65%	Solar roof top projects installations	6.14%	Solar roof top projects installations

Note: The company considers Rolling Budget

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

The Company demonstrates unwavering dedication to improve its operations by implementing a range of support measures. Regular vendor audits are conducted, and the adoption of internationally recognised management practices, such as ISO 9001, ISO 14001, ISO 45001, and the Company's Environment, Health, and Safety (EHS) Guidelines, is promoted.

In line with its commitment to sustainability, the Company actively encourages the practice of local sourcing for materials, striving to minimise its carbon footprint whenever possible, unless specific regulatory requirements mandate otherwise.

Sustainable sourcing practices are prioritised, ensuring responsible procurement that considers environmental and social impacts.

b. **If yes, what percentage of inputs were sourced sustainably?**

The Company sources most of the materials in terms of volume from the local vendors including small and medium enterprises, even though the percentage in value is less compared to the high valued (but less volume) imported materials. The Company is committed to reduce the carbon footprint in sourcing the materials to the maximum possible extent.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

The Company is committed to responsible and sustainable manufacturing practices, fostering a positive impact on the environment. It ensures that packing waste is sent exclusively to approved scrap vendors, while e-waste is responsibly directed to authorised recyclers. Furthermore, the company takes appropriate measures to send hazardous waste to Treatment, Storage, and Disposal Facilities (TSDFs) facilities that are approved by Telangana State Pollution Control Board (TGPCB).

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

No

PRINCIPLE 3: BUSINESS SHOULD RESPECT AND PROMOTE THE WELLBEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential Indicators

1. a. **Details of measures for the wellbeing of employees:**

Category	Total (A)	% of employees covered by: Health insurance# Number (B)	% (B/A)	Accident insurance Number (C)	% (C/A)	Maternity benefits Number (D)	% (D/A)	Paternity benefits Number (E)	% (E/A)	Day Care facilities* Number (F)	% (F/A)
Permanent employees											
Male	3769	3453	92%	Nil	Nil	NA	NA	Nil	Nil	-	-
Female	544	509	94%	Nil	Nil	509	94%	NA	NA	-	-
Total	**4313**	**3962**	**92%**	**Nil**	**Nil**	**509**	**12%**	**Nil**	**Nil**	**-**	**-**
$Other than Permanent employees											
Male											
Female											
Total											

#Every employee of the Company is covered either under Health Insurance or under Employee State Insurance (ESI). The figures mentioned above are not covered under ESI and hence covered under separate Health Insurance. Remaining employees are covered by ESI.

$The Company does not have any employees other than Permanent Employees

*Day Care facility is available in the Company, but no employee has utilised the facility during the Current period

b. **Details of measures for the wellbeing of workers:**

Category	Total (A)	% of workers covered by: Health insurance Number (B)	% (B/A)	Accident insurance Number (C)	% (C/A)	Maternity benefits Number (D)	% (D/A)	Paternity benefits Number (E)	% (E/A)	Day Care facilities* Number (F)	% (F/A)
Permanent Workers											
Male	21	21	100%	Nil	Nil	NA	NA	Nil	Nil	-	-
Female	17	17	100%	Nil	Nil	17	100%	NA	NA	-	-
Total	**38**	**38**	**100%**	**Nil**	**Nil**	**17**	**45%**	**Nil**	**Nil**	**-**	**-**
$Other than Permanent Workers.											
Male											
Female											
Total											

$The Company avails the services of the Contractors to provide workmen, who are other than permanent employees. As they change frequently, it is difficult to maintain the data of those employees. However, all the Contract workmen (other than permanent employees) are also covered under Employee State Insurance.

*Day Care facility is available in the Company, but no worker has utilised the facility during the Current period

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent):**

	FY2025	FY2024
Cost incurred on wellbeing measures as a % of total revenue of the Company	0.53%	0.49%

2. Details of retirement benefits, for Current FY and Previous Financial Year .

Benefits	FY2025			FY2024		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	N.A	100%	100%	N.A
ESI*	8%	100%	-	17%	100%	-
Others- please specify	-	-	NA	-	-	NA

*Balance % of the employees in the respective financial years who are not covered under ESI are covered under Health Insurance.

3. **Accessibility of workplaces**
Are the premises / offices of the Company accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the Company in this regard:

Yes. The offices are equipped with elevators and inclusive infrastructure, ensuring accessibility for differently-abled employees and workers. This commitment to creating an inclusive environment enables everyone to navigate the workspace with ease and dignity.

4. **Does the Company have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.: Yes –** The Company, as an Equal Opportunity Employer, is firmly committed to a policy of equal employment opportunity extending to all applicants and employees. It strictly prohibits any form of discrimination on any basis unless prohibited by law including race, color, creed, sex (including gender harassment and harassment based on pregnancy, childbirth, or related medical condition), religion, marital status, age, national origin or ancestry, differently abled, medical condition, sexual orientation, veteran status, or any other category protected by applicable laws, subject to law of land. The Company is committed to provide equal employment opportunities at every stage in the whole gamut of employment or employee lifecycle.

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent Employees		Permanent Workers*	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	NA	NA	NA	NA
Female	36%	100%	NA	NA
Total	**36%**	**100%**	**NA**	**NA**

*None of the permanent workers utilised Parental (Maternity) leave during the reporting period.

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes*
Other than permanent workers	
Permanent employees	
Other than permanent employees	

*The Company has a well-established Grievance Redressal Policy to ensure that employee concerns and grievances are handled promptly and fairly. The Grievance Redressal Committee comprises key members, including the Compliance Head, QC AGM, Head-Operations, Plant Head, AGM-HR & Administration, R&D Head and other employees.

Employees can raise their grievances by writing to the Grievance Committee, and upon receipt, the concerned manager or HR will acknowledge the matter within a maximum of five working days. The Committee conducts a thorough and impartial enquiry into the grievance to ensure a fair resolution. All efforts are made to redress the grievance in a timely manner, promoting transparency and trust within the Company.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY2025			FY2024		
	Total employees/ workers in respective category (A)	No. of employees /workers in respective category, who are part of association(s) or Union (B)	%(B/A)	Total employees/ workers in respective category (C)	No. of employees /workers in respective category, who are part of association(s) or Union (D)	%(D/C)
Total Permanent Employees	**4313**	**0**	**0%**	**4178**	**0**	**0%**
-Male	3769	0	0%	3650	0	0%
-Female	544	0	0%	528	0	0%
Total Permanent Workers	**38**	**38**	**100%**	**39**	**39**	**100%**
-Male	21	21	100%	22	22	100%
-Female	17	17	100%	17	17	100%

8. Details of training given to employees and workers:

Category	FY2025					FY2024				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	3769	3661	97%	-	-	3650	3512	96%	248	7%
Female	544	520	96%	-	-	528	498	94%	21	4%
Total	**4313**	**4181**	**97%**	**-**	**-**	**4178**	**4010**	**96%**	**269**	**6%**
Workers										
Male	21	21	100%	-	-	22	22	100%	-	-
Female	17	17	100%	-	-	17	17	100%	-	-
Total	**38**	**38**	**100%**	**-**	**-**	**39**	**39**	**100%**	**-**	**-**

9. **Details of performance and career development reviews of employees and workers:**

Category	FY2025			FY2024		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	3769	3769	100%	3650	3650	100%
Female	544	544	100%	528	528	100%
Total	**4313**	**4313**	**100%**	**4178**	**4178**	**100%**
Workers						
Male	21	21	100%	22	22	100%
Female	17	17	100%	17	17	100%
Total	**38**	**38**	**100%**	**39**	**39**	**100%**

10. **Health and safety management system:**

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?**

The Company places utmost importance on the safety and well-being of its employees and acknowledges the significance of identifying work-related hazards. To achieve this objective, the Company has implemented a robust occupational health and safety management system in alignment with the ISO 45001 standard. This comprehensive system empowers the Company to proactively manage occupational health and safety risks, ensuring a safe and secure working environment for all its employees.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company has taken proactive measures to ensure workplace safety by implementing a Hazard Identification and Risk Assessment (HIRA) procedure, detailed in SOP GSE0024. Through this systematic approach, the Company can effectively identify potential hazards and thoroughly assess the risks associated with them. By conducting these risk assessments, the Company not only enhances workplace safety but also empowers employees to take necessary precautions and implement preventive measures.

c. Whether you have processes for workers to report work related hazards and to remove themselves from such risks. (Y/N)

The Company has implemented a robust Near Miss/Incident Reporting System, governed by SOP: GSE0013. This systematic approach empowers the company to efficiently manage and meticulously document any near misses or incidents that occur. The procedure encourages all employees to promptly report any near misses or incidents they encounter, fostering a safety-first culture and proactive risk mitigation mindset. By embracing this reporting system, the Company demonstrates its unwavering commitment to ensuring the well-being and safety of its workforce.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

The Company prioritises the health and well-being of its employees and ensures comprehensive medical support through Occupational Health Centres (OHCs) at its factory locations. Each OHC is staffed with qualified medical practitioners, providing accessible healthcare services to all employees and workers. Additionally, the employees are covered under the Company's Medical Insurance and Employee State Insurance (ESI), enabling them to avail medical facilities at various partnered hospitals as per their specific requirements.

11. Details of safety related incidents, in the following format:

Safety Incident /Number	Category	FY2025	FY2024
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company demonstrates an unwavering commitment to prioritising the health and safety of its employees and workers. The Company has implemented Environmental, Health, and Safety (EHS) policy which serves as a comprehensive framework for managing risks and promoting a safe working environment. Additionally, the Company has obtained ISO 45001 certification, an internationally recognised standard for occupational health and safety management systems.

13. Number of Complaints on the following made by employees and workers:

	FY2025			FY2024		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working Conditions	Nil			Nil		
Health & Safety						

14. Assessments for the year:

	% of plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

The Company is committed to maintaining a safe and secure work environment for all. Whenever a safety-related incident occurs, the Company promptly conducts thorough investigations to identify the cause . This analysis helps in understanding the areas that require improvement and allows for targeted corrective actions to prevent similar incidents in the future.

PRINCIPLE 4: BUSINESS SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the Company.

The Company has established company-wide processes to encourage open and constructive dialogue with its stakeholders regularly. Participating in such communication enhances the Company's understanding of pertinent issues and assists in identifying the attributes of stakeholders that make them valuable. The Company makes continual efforts to understand their requirements, expectations, and interests to create value for the business. The Company's stakeholder engagement strategy is focused on two-way communication to receive varying perspectives and apply them to the business.

2. List stakeholder groups identified as key for the Company and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Regulatory Bodies and Government	No	Annual and Quarterly Compliance reports, Financial and statutory audits at regular intervals Website and newsletters	quarterly	Engagement with regulatory bodies is essential for organisations to comply with regulations, manage risks effectively, advocate for favorable policies, and maintain transparency and accountability in their operations
B2B (Pharma companies, Marketing partners	No	Regular visits and meetings and Customer satisfaction surveys	Continuous	Engagement with pharmaceutical companies and marketing partners is a strategic collaboration with the purpose of expanding market reach, leveraging specialised expertise and resources, ensuring compliance, and fostering mutual business growth
B2C (Hospitals, Distributors & Government facilities)	No	Regular visits and meetings, Customer satisfaction surveys, Competitive pricing, Toll free number	Continuous	Engagement with hospitals, distributors, and government facilities serve the purpose of enhancing supply chain efficiency, improving access to healthcare products and services, ensuring regulatory compliance and quality assurance, and optimising costs

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Business Partners (C&F Agents, Vendors, Suppliers, Bankers)	No	Structured meetings, Supplier audits and visits	Continuous	Engagement with business partners is about creating synergies by expanding market reach, sharing risks and resources, and fostering innovation through co- creation
Investors and Promoters (Domestic and International)	No	Annual reports, Online updates, Investor meetings, Press conferences, Annual general meetings, Analyst meets	Annually	Engagement with investors and promoters revolves around capital infusion and growth, alignment of interests and governance, leveraging strategic guidance and expertise, and planning of financial strategy
Employees (Permanent and Contractual)	No	Internal talent review, Regular updates through internal communication and email, Ongoing training and development programmes	Continuous	Engagement with employees focus on enhancing employee motivation and productivity, creating a positive work culture, retaining talent, and promoting continuous improvement through feedback.
Communities	Yes	Regular interaction through CSR programmes, Partnership with NGOs to provide support, Other initiatives to reduce environmental footprint	Continuous	Engagement with communities helps in building trust and reputation, fostering stakeholder collaboration, and ensuring long-term business sustainability

PRINCIPLE 5: BUSINESS SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

While the Company has not conducted specific training on human human rights and Ethics, it prioritises employee well-being and compliance with ethical principles. During the induction training, employees receive comprehensive training on important topics such as the Company's Code of Conduct, Ethics and Human-rights which emphasises the importance of respecting and upholding human rights and Ethics in the workplace and beyond.

The Company remains committed to fostering a culture of respect, inclusivity, and human rights awareness throughout.

Category	FY2025			FY2024		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
Employees						
Permanent	4313	4313	100%	-	-	-
Other than Permanent	-	-	-	-	-	-
Total Employees	**4313**	**4313**	**100%**	**-**	**-**	**-**
Workers						
Permanent	38	38	100%	-	-	-
Other than Permanent	-	-	-	-	-	-
Total Workers	**38**	**38**	**100%**	**-**	**-**	**-**

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY2025					FY2024				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	4313	0	0	4313	100%	4178	0	0	4178	100%
Male	3769	0	0	3769	100%	3650	0	0	3650	100%
Female	544	0	0	544	100%	528	0	0	528	100%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	38	0	0	38	100%	39	0	0	39	100%
Male	21	0	0	21	100%	22	0	0	22	100%
Female	17	0	0	17	100%	17	0	0	17	100%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category (₹ in Millions)	Number	Median remuneration/ salary/wages of respective category (₹ in Millions)
Board of Directors (BoD)	5	3.90#	2	5.50#
Key Managerial Personnel (KMP)*	4	25.85	-	-
Employees other than BoD and KMP	3758	0.63	543	0.56
Workers	21	1.16	17	1.02

*The details of Mr. Srinivas Sadu, Executive Chairman are not included in the Board of Directors, but it is included in KMP and the details of Mr. Shyamakant Giri have been included proportionately as he has been appointed as CEO w.e.f. January 16, 2025.

#Two male directors and one female director did not receive any remuneration as they are Non-Exceutive and Non- Independent Directors. However, they are still considered for obtaining the Median remuneration.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY2025	FY2024
Gross wages paid to females as % of total wages	11.02%	10.70%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

The Company has taken proactive steps to ensure a fair and supportive work environment by constituting an Employee Grievance Redressal Committee. This Committee is dedicated to address all types of workplace grievances, encompassing concerns related to pay, rights, privileges, Ethical issues, Human rights and other employment-related matters, with the exception of Sexual Harassment issues. For such cases, a separate Internal Complaints Committee has been established to handle sexual harassment complaints. Both the Grievance Redressal Committee and the Internal Complaints Committee serve as crucial focal points for addressing human rights issues that may arise or be contributed to by the business.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has established an Employee Grievance Redressal Committee to address any concerns raised by employees. Any employee of the Company has the right to bring forth an issue before the Committee. Upon receiving a grievance, the Committee conducts a thorough verification of the facts and initiates a fair and impartial inquiry into the matter. All parties involved are given a proper opportunity to present their perspective and be heard during the process. Based on the findings and after careful consideration, the Committee takes a well-informed decision to redress the grievance, ensuring transparency, fairness, and prompt resolution of issues.

6. Number of Complaints on the following made by employees and workers:

Category	FY2025			FY2024		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	3	0	NA	1	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Ethical issues	0	0	NA	0	0	NA
Other Human rights related issues	0	0	NA	0	0	NA

7. Complaints filed under the Sexual Harassment of Women at Workplace (prevention, prohibition and Redressal) Act, 2013 in the following format:

	FY2025	FY2024
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	3	1
Complaints on POSH as a % of female employees / workers	0.54%	0.18%
Complaints on POSH upheld	3	1

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.
The Company is committed to cultivating a work environment that promotes fairness, respect, and equality for all employees. In line with this steadfast commitment, the Company has proactively implemented a robust whistle-blower policy to effectively address any grievances related to discrimination and harassment in the workplace. This policy serves as a crucial mechanism to encourage employees to come forward and report any instances of discrimination or harassment without fear of reprisal. By fostering an open and supportive culture, the Company strives to ensure the well-being and dignity of every individual, reinforcing its dedication to maintaining a safe and inclusive workplace for all.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)
Yes

10. Assessment for the year:

	% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)
Child Labour	100%
Forced Labour/Involuntary Labour	100%
Sexual Harassment	100%
Discrimination at workplace	100%
Wages	100%
Other- please specify	NIL

Note: The Internal & external Auditors conduct assessments as per the Audit schedule. Assessments are also carried out by respective Government authorities and the Company has not received any non-compliance certification.

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above. NIL

PRINCIPLE 6: BUSINESS SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

The source for Purchasing Power Parity (PPP) is International Monetary Fund (IMF). The PPP rate considered is 20.66 for FY 24-25 and 22.40 for FY 23-24.

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter – in units (MJ)	FY2025	FY2024
From Renewable Sources		
Total electricity consumption (A)	1,21,33,931.5	47,39,716.8
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	45,79,920.7	52,15,740.44
Total energy consumption from renewable sources (A+B+C)	**1,67,13,852.2**	**99,55,457.24**
From Non-Renewable Sources		
Total electricity consumption (D)	29,53,99,742.4	28,15,18,502.47
Total Fuel Consumption (E)	17,25,831.2	24,36,56,077.70
Energy consumption through other sources (F)	3,04,29,344.8	4,03,57,941.59
Total energy consumption from non-renewable sources (D+E+F)	**32,75,54,918.4**	**56,55,32,521.76**
Total Energy consumed (A+B+C+D+E+F)	**34,42,68,770.6**	**57,54,87,979.00**
Energy intensity per rupee of turnover *(Total energy consumed/ Revenue from Operations in Millions)*	8363.86	13,885.79
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)* *(Total energy consumed / Revenue from operations in Millions adjusted for PPP)*	1,72,797.26	3,11,041.71
Energy intensity in terms of physical output	-	-
Energy intensity (optional) – the relevant metric may be selected by the Company	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

2. Does the Company have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.
No, the Company doesn't fall under PAT scheme.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY2025	FY2024
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	12,494	14,115
(iii) Third party water	5,12,216	5,26,909.5
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**524,710.0**	**541,024.5**
Total volume of water consumption (in kilolitres)	**524,710.0**	**541,024.5**
Water intensity per rupee of turnover *(Total Water consumption / Revenue from operations in Millions)*	12.75	13.05

Parameter	FY2025	FY2024
Water withdrawal by source (in kilolitres)		
Water intensity per rupee of turnover adjusted for purchasing power parity (PPP) *(Total Water consumption / Revenue from operations in Millions adjusted for PPP)*	263.37	292.41
Water intensity in terms of physical output	-	-
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- **NO**

4. Provide the details related to water discharged:

Parameter	FY2025	FY2024
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment – Please specify level of treatment	-	-
(ii) To Groundwater	-	-
No treatment	-	-
With treatment – Please specify level of treatment	-	-
(iii) To Seawater	-	-
No treatment	-	-
With treatment – Please specify level of treatment	-	-
(iv) Sent to third parties		
No treatment	-	-
With treatment – Please specify level of treatment	53,133.00	40,004.27
(v) Others		
No treatment		
With treatment – Please specify level of treatment		
Total Water Discharged (in kilolitres)	**53,133.00**	**40,004.27**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **NO**

5. Has the Company implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

The Company has implemented a comprehensive wastewater management system that includes multiple treatment processes. After the chlorination stage, the water undergoes treatment in Reverse Osmosis Plants (RO-I & II). Any rejects generated from RO-I & II are further treated in RO-III, followed by the Final Reverse Osmosis (RO-IV) system. The final rejects from the RO treatment are then sent to the Central Effluent Treatment Plant (CETP).

In addition to the RO systems, the Company operates a highly effective Sewage Treatment Plant (STP) that utilises a Moving Bed Biofilm Reactor (MBBR) system. The treatment process includes several stages, starting with a collection tank, followed by an anoxic tank and an aeration tank. The wastewater then undergoes treatment in a Tube Deck system before being directed to a clarified tank. The process continues with sand and carbon filtration, concluding with Ultra Filtration that incorporates UV disinfection.

By incorporating these advanced treatment processes, the Company ensures efficient and environmentally responsible wastewater management, aligning with its commitment to sustainability and responsible industrial practices.

6. Please provide details of air emissions (other than GHG emissions) by the Company, in the following format:

Parameter	Please specify Unit	FY2025	FY2024*
NOx	mg\Nm3	49.8	52.5
SOx	mg\Nm3	38.2	40.9
Particulate matter (PM)	mg\Nm3	40.8	45.7
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others – please specify	NA	NA	NA

*the values for the financial year 2023-24 which were reported in kg/year earlier, have also been converted to mg/Nm3

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. The Company does Environmental monitoring monthly through external NABL approved laboratory.

7. Provide details of greenhouse gas emissions (Scope1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY2025	FY2024
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	*Metric tonnes of CO_2 equivalent*	13,920	15,736
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	*Metric tonnes of CO_2 equivalent*	80,824	81,154
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in Millions)		**2.30**	**2.34**
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for purchasing power parity (PPP) *(Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in Millions adjusted for PPP)*		**47.55**	**52.37**
Total Scope 1 and Scope 2 emission intensity in terms of physical output		-	-
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **NO**

8. Does the Company have any project related to reducing Green House Gas emission? If yes, then provide details.

The Company is committed to prioritising sustainability and taking concrete actions to reduce greenhouse gas emissions. One of the key initiatives undertaken in this pursuit is the implementation of a solar power project. Recognising the environmental impact of traditional energy sources, the Company is dedicated to embracing renewable energy solutions. By investing in solar power, the Company aims to make significant strides in reducing its carbon footprint and promoting a cleaner, more sustainable future.

9. Provide details related to waste management by the Company, in the following format:

Parameter	FY2025	FY2024
Total Waste generated (in metric tonnes)		
Plastic waste (A)	2.50	0
E-waste (B)	0.19	0.14
Bio-medical waste (C)	101.74	116.9
Construction and demolition waste (D)	0	0
Battery waste (E)	8.61	14.78
Radioactive waste (F)	0	0
Other Hazardous Waste. Please specify, if any. (G)	1,099.23	972.3
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	764.39	937.2
Total (A+B + C + D + E + F + G + H)	**1,976.66**	**2,041.32**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations in Millions)	0.05	0.05
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations in Millions adjusted for PPP)	0.99	1.10
Waste intensity in terms of physical output	-	-
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	846.80	1012.1
(ii) Re-used	899.67	777.6
(iii) Other recovery operations	0.0	0.0
Total	**1,746.47**	**1,789.70**
For each category of waste generated, total waste disposed of through disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	192.48	156.7
(ii) Landfilling	102.51	94.9
(iii) Other disposal operations		0.0
Total	**294.99**	**251.60**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **NO**

24-25-Other Hazardous waste in MT (Spent solvent, Inorganic waste, Used PPE & ETP and STP sludge): 1099.23 and other Non-Hazardous waste in MT (Packing waste & crushed glass waste) : 764.39

23-24-Other Hazardous waste in MT (Spent solvent, Inorganic waste, Used PPE & ETP and STP sludge) : 972.3 and other Non-Hazardous waste in MT (Packing waste & crushed glass waste) : 937.2

10. Briefly describe the waste management practices adopted in your establishment. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company is committed to its agreement with the TSDF facilities located in the city. It ensures that all waste generated is disposed of through the Telangana State Pollution Control Board Online Manifest System (TSPCBOMS). Furthermore, the Company diligently maintains detailed records of waste generation and disposal on a day-to-day basis. By adhering to these practices, the Company upholds its commitment to proper waste management and environmental stewardship.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones, etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
No operations or offices in such areas			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection Act and rules thereunder (Y/N): Yes

If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
No Complaints received				

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations

6

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the Company is a member of/affiliated to.

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/ National)
1.	Pharmaceutical Export Promotion Council (PHARMEXCIL)	National
2.	Federation of Indian Chambers of Commerce & Industry (FICCI)	National
3.	Confederation of Indian Industry (CII)	National
4.	Bulk Drug Manufacturers Association of India (BDMA)	National
5.	The Federation of Telangana Chambers of Commerce and Industry (FTCCI)	State
6.	Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI)	State

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the Company, based on adverse orders from regulatory authorities.

– Not Applicable

Name of the authority	Brief of the case	Corrective action taken

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the Company, based on applicable laws, in the current financial year: NIL

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by the Company, in the following format:

Not Applicable

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount paid to PAFs in the FY (In ₹)
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

Any grievance can be addressed to the company representatives at every plant and unit of the Company and alternatively it can also be communicated to the Company at the e-mail id provided by the Company i.e., investors@glandpharma.com.

Also, through its diverse range of CSR activities, the Company not only fosters community engagement but also implements an efficient grievance mechanism. This mechanism enables the Company to proactively capture and address any grievances raised by community members, ensuring that their concerns are attentively heard and promptly resolved.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY2025	FY2024
Directly sourced from MSMEs/small producers	3.15%	5.19%
Directly from within India	27.73%	31.33%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY2025	FY2024
Rural	49.45	49.33
Semi-Urban	NIL	NIL
Urban	41.14	41.48
Metropolitan	9.40	9.19

(Place to be categorised as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Note: Classification is based on the RBI Guidelines and Census 2011

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

By adhering to industry best practices, the Company consistently and diligently follows a well-structured and customer focused Standard Operating Procedure (SOP). This proactive approach enables the Company to address complaints efficiently, demonstrating its dedication to delivering excellent customer satisfaction. To facilitate seamless communication with customers, the Company has established mechanisms to receive and respond to consumer complaints and feedback. Customers can provide their valuable feedback through the dedicated portal at https://glandpharma.com/contact-us.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product Safe and responsible usage Recycling and/or safe disposal	The Company is in compliance with the applicable and relevant laws and regulations of the countries, in which the Company operates with respect to disclosure of information on environmental and social parameters relevant to the products

3. Number of consumer complaints in respect of the following:

Category	FY2025			FY2024		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy Advertising Cyber- security Delivery of essential services Delivery of essential services Restrictive Trade Practices Unfair Trade Practices Other	NIL	NIL	NA	NIL	NIL	NA

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

5. Does the Company have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

The Company's commitment to cyber security and data privacy is evident through its well-defined policy accessible on the intranet. This framework helps the Company to adhere to best practices, ensuring data protection and fortifying the Company's defences against cyber threats.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

No such instances recorded.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches - NIL

b. Percentage of data breaches involving personally identifiable information of customers - NIL

c. Impact, if any, of the data breaches - NIL

08

Financial Statements

STANDALONE

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Independent Auditor's Report

To The Members of Gland Pharma Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Gland Pharma Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and 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.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Revenue from Sale of goods (Refer note 2.1(e) of the Standalone Financial Statements)** The Company recognises revenue from sale of goods based on the terms and conditions of the agreements/arrangements, which vary with different customers. For sale transactions in a certain period around the Balance Sheet date, it is essential to ensure whether the transfer of control of the goods by the Company to the customer occurs before the Balance Sheet date. Considering material sale transactions close to the year end and that revenue recognition is subject to transfer of control to the customers before the Balance Sheet date, we consider the risk of revenue from sale of goods being recognised in the incorrect period as a key audit matter.	We have performed the following principal audit procedures in relation to revenue recognised which include a combination of testing internal controls and substantive testing as under: • Assessed the appropriateness of the Company's revenue recognition accounting policies in line with Ind AS 115 ("Revenue from Contracts with Customers") and testing thereof. • Evaluated the integrity of the general information and technology ('IT') control environment and testing the operating effectiveness of key IT application controls. • Understood the revenue recognition process, evaluating the design and implementation of Company's controls in respect of revenue cut-off at year-end. • Tested the operating effectiveness of such controls over revenue cut off at year-end. • Tested the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognised in the correct period upon fulfillment of the performance obligations. • Performed analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing.
2	**Assessment for impairment of Investment in subsidiary:** The Company has investment of ₹ 27,895.67 million in Gland Pharma International Pte. Ltd., Singapore, a wholly-owned subsidiary, which is carried at cost, subject to an assessment for impairment. (Refer Note 7 of the Financial Statements) The Company has assessed the recoverable amount of investment in the wholly-owned subsidiary for impairment using the Value in Use (ViU) approach. The determination of recoverable amount of investment based on ViU, involves significant estimates and judgement in determining the assumptions such as revenue growth, operating margins, and in determining the valuation assumptions relating to discount rates and long-term growth rate applied to estimate future cash flows. Impairment of investment has been identified as a key audit matter due to: • The significance of the carrying value of the investment; and • The assessment of the carrying value involving assumptions and exercise of significant judgement in predicting future cash flow projections. Any adverse changes to this assumption could result in lower recoverable amount than the carrying amount.	We have performed the following principal audit procedures in relation to assessment of impairment of investment in subsidiary, which include a combination of testing internal controls and substantive testing as under: • Obtained an understanding of the management's process for identification of impairment indicators. • Evaluated the design and implementation of the relevant controls and the operating effectiveness of such internal controls which inter-alia includes the completeness and accuracy of the input data considered, reasonableness of the assumptions considered in determining the present value of future cash flows. • Obtained the business projections (prepared by the Management) and performed the following procedures: (i) Conducted inquiries with the Management to identify if factors that, in our professional judgement, should be taken into account in the analysis were considered. (ii) Assessed the cash flow forecasts through analysis of actual past performance and comparison to previous forecasts. (iii) Verified if the cash flow projections considered for the assessment of impairment were as per the cash flow projections reviewed and approved by the Board of Directors of the Company and that of the step down subsidiary. (iv) Evaluated the Management's future cash flow projections, with regard to the appropriateness of key assumptions considered, including discount rate, growth rate, sensitivity analysis of the key assumptions etc. duly considering the historical accuracy of the Company's estimates in the prior period, and comparison of the assumptions with observable market data wherever available. (v) Involved our valuation specialists to review key assumptions considered in the ViU workings such as discount rate and growth rate.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, Management Discussion & Analysis, Report on Corporate Governance and the Business Responsibility & Sustainability Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that

are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs 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 standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- 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 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 our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 44b to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 49 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

As stated in Note 17 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration Number: 008072S)

Monisha Parikh
Partner
Membership No. 047840
UDIN: 25047840BMRJUX4877

Place: Hyderabad
Date: May 20, 2025

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Gland Pharma Limited (the "Company") as at March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration Number: 008072S)

Monisha Parikh
Partner
Membership No. 047840
UDIN: 25047840BMRJUX4877

Place: Hyderabad
Date: May 20, 2025

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under the heading 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and right-of-use assets.

B. The Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment, capital work-in-progress and right-of-use assets were physically verified during the year by the Management, which in our opinion, provides for physical verification at reasonable intervals. No material discrepancies were noticed on such verification.

(c) Based on our examination of the registered sale deeds provided to us, we report that, the title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the Balance Sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause (ii)(b) of the Order is not applicable.

(iii) (a), (c), (d), (e) and (f) The Company has not provided loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause (iii)(a), (c), (d), (e) and (f) of the Order is not applicable.

(b) The investments made and the terms and conditions of the investments made during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(iv) The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of investments made and deposits placed.

The Company has not granted any loans or provided guarantees or securities.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount involved (₹ Millions)	Amount paid (₹ Millions)	Amount unpaid (₹ Millions)
Finance Act, 1994	Service Tax	High Court, Hyderabad	April 2014 to March 2015	3.85	3.85	-
		Customs, Excise and Service Tax Appellate Tribunal	April 2015 to March 2016	1.03	0.07	0.96
Andhra Pradesh Value Added Tax Act, 2005	Value Added Tax	Telangana VAT Appellate Tribunal, Hyderabad	April 2012 to March 2017	5.30	5.30	-
Entry Tax of Goods and Local Areas Act, 2001	Entry Tax	High Court, Hyderabad	April 2011 to June 2017	47.00	22.84	24.16
Income Tax Act, 1961	Income Tax	Commissioner of Income-tax (Appeals)	FY 2016-17 FY 2019-20	21.33	21.33	-
Employee's State Insurance Act, 1948	Employee State Insurance	High Court of Telangana	April 2006 to July 2010	3.28	1.99	1.29
			August 2010 to February 2013	2.35	-	2.35

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income-tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or Government or any Government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto December 31, 2024 and the internal audit report, where issued after the balance sheet date covering the period January 1, 2025 to March 31, 2025 for the period under audit.

(xv) In our opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a), (b), (c) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

(d) The Group does not have any Core Investment Company ('CIC') as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII of the Companies Act or special account in compliance with the provisions of sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration Number: 008072S)

Monisha Parikh
Partner
Membership No. 047840
UDIN: 25047840BMRJUX4877

Place: Hyderabad
Date: May 20, 2025

Balance Sheet

as at March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	17,358.57	16,824.68
Right-of-use assets	4	26.74	2.06
Capital work-in-progress	5	422.05	1,200.05
Other intangible assets	6	64.58	110.54
Financial assets			
Investments	7	27,895.67	23,857.35
Other financial assets	8	-	6,559.13
Tax assets, net	10	274.50	274.94
Other non-current assets	11	504.44	868.89
		46,546.55	**49,697.64**
Current assets			
Inventories	12	12,542.33	12,602.07
Financial assets			
Trade receivables	9	11,428.99	11,714.02
Cash and cash equivalents	13	24,326.22	1,162.05
Bank balances other than cash and cash equivalents	14	-	14,823.44
Other financial assets	8	4,935.31	2,752.60
Other current assets	11	4,436.79	2,659.07
		57,669.64	**45,713.25**
Total Assets		**104,216.19**	**95,410.89**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	164.76	164.71
Other equity	16	97,386.26	89,788.18
		97,551.02	**89,952.89**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	11.09	25.51
Lease liabilities	20	24.05	1.04
Provisions	22	228.37	206.88
Deferred tax liabilities, net	23	1,164.01	1,082.61
		1,427.52	**1,316.04**
Current liabilities			
Financial liabilities			
Borrowings	18	14.42	7.10
Lease liabilities	20	2.70	2.99
Trade payables	19		
Total outstanding dues of micro and small enterprises		63.01	103.02
Total outstanding dues of creditors other than micro and small enterprises		3,795.65	2,708.86
Other financial liabilities	21	204.84	231.51
Provisions	22	57.23	56.64
Current tax liabilities, net	24	441.47	264.06
Other current liabilities	25	658.33	767.78
		5,237.65	**4,141.96**
Total Equity and Liabilities		**104,216.19**	**95,410.89**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Statement of Profit and Loss

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	Note	For the year ended March 31, 2025	For the year ended March 31, 2024
INCOME			
Revenue from operations	26	41,161.49	41,674.28
Other income	27	2,150.75	1,666.66
Total income (I)		**43,312.24**	**43,340.94**
EXPENSES			
Cost of materials consumed	28	15,858.57	17,097.40
Purchase of stock-in-trade		144.88	231.38
Changes in inventories of finished goods, stock-in-trade and work-in-progress	29	1,302.49	874.32
Power and fuel		1,203.82	1,171.95
Employee benefits expense	30	4,390.23	4,099.45
Depreciation and amortisation expense	33	1,692.71	1,621.07
Finance costs	32	228.37	78.43
Other expenses	31	3,835.32	4,111.97
Total expenses (II)		**28,656.39**	**29,285.97**
Profit before tax (III) = (I-II)		**14,655.85**	**14,054.97**
Tax expense	34		
Current tax		3,654.80	3,410.20
Deferred tax		91.24	246.84
Taxes of earlier years		12.28	(35.32)
Total tax expense (IV)		**3,758.32**	**3,621.72**
Profit for the year (V)=(III-IV)		**10,897.53**	**10,433.25**
OTHER COMPREHENSIVE INCOME (OCI)			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurement of defined benefit plans		39.09	24.86
Deferred tax impact on remeasurement of defined benefit plans		(9.84)	(6.26)
Total other comprehensive loss for the year, net of tax (VI)		**29.25**	**18.60**
Total comprehensive income for the year, net of tax (VII)=(V-VI)		**10,868.28**	**10,414.65**
Earnings per equity share (Face value of ₹ 1 each):	35		
Basic (₹)		66.15	63.35
Diluted (₹)		66.15	63.33

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

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Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Statement of Changes in Equity

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

a. Equity share capital

Equity shares of ₹ 1 each, issued, subscribed and fully paid	No.	Amount
As at April 1, 2023	**164,700,823**	**164.70**
Add: Issued during the year (refer note 15(a))	9,700	0.01
As at March 31, 2024	**164,710,523**	**164.71**
Add: Issued during the year (refer note 15(a))	45,900	0.05
As at March 31, 2025	**164,756,423**	**164.76**

b. Other equity

	Reserves and surplus					Share application money	Other comprehensive income	Total
	Securities premium	Capital redemption reserve	General reserve	Share options outstanding reserve	Retained earnings		Remeasurement of defined benefit plans (net of tax)	
As at April 1, 2023	**19,284.23**	**33.44**	**31.22**	**16.65**	**60,107.04**	**-**	**(104.30)**	**79,368.28**
Profit for the year	-	-	-	-	10,433.25	-	-	10,433.25
Received on exercise of employee stock options	-	-	-	-	-	5.26	-	5.26
Other comprehensive income	-	-	-	-	-	-	(18.60)	(18.60)
Issue of equity shares on exercise of employee stock options	5.25	-	-	-	-	(5.26)	-	(0.01)
Transfer to securities premium on exercise of employee stock options	2.81	-	-	(2.81)	-	-	-	-
As at March 31, 2024	**19,292.29**	**33.44**	**31.22**	**13.84**	**70,540.29**	**-**	**(122.90)**	**89,788.18**
Profit for the year	-	-	-	-	10,897.53	-	-	10,897.53
Received on exercise of employee stock options	-	-	-	-	-	24.88	-	24.88
Other comprehensive income	-	-	-	-	-	-	(29.25)	(29.25)
Issue of equity shares on exercise of employee stock options	24.83	-	-	-	-	(24.88)	-	(0.05)
Transfer to securities premium on exercise of employee stock options	13.32	-	-	(13.32)	-	-	-	-
Dividend on equity shares (refer note 17)	-	-	-	-	(3,295.03)	-	-	(3,295.03)
As at March 31, 2025	**19,330.44**	**33.44**	**31.22**	**0.52**	**78,142.79**	**-**	**(152.15)**	**97,386.26**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

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Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Statement of Cash Flows

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from operating activities		
Profit before tax	14,655.85	14,054.97
Adjustments for:		
Depreciation and amortisation expense	1,692.71	1,621.07
Allowance for credit losses	7.71	41.09
Other assets written-off	18.24	-
Bad debts written-off	-	76.29
Finance costs	228.37	71.36
Unrealised foreign exchange loss/(gain), net	5.72	(88.53)
Gain on sale of investments	(12.27)	(3.48)
(Gain)/Loss on disposal of property, plant and equipment, net	(0.82)	8.75
Interest income	(1,991.17)	(1,495.04)
Changes in operating assets and liabilities:		
Trade receivables	220.84	(3,175.29)
Inventories	59.74	6,850.93
Other assets	(1,493.90)	(242.19)
Trade payables and other financial liabilities	1,075.45	(2,968.48)
Provisions and other liabilities	(208.04)	(231.22)
Cash generated from operations	**14,258.43**	**14,520.23**
Income taxes paid, net	(3,521.70)	(3,160.54)
Net cash generated from operating activities (A)	**10,736.73**	**11,359.69**
Cash flows from investing activities		
Purchase of property, plant and equipment	(1,351.09)	(2,335.90)
Proceeds from disposal of property, plant and equipment	237.26	1.53
Purchase of other intangible assets	-	(33.32)
Purchase of investments	(4,979.75)	(2,649.87)
Proceeds from sale of investments	4,992.02	2,653.35
Deposits with banks and others, net	19,408.44	(4,750.64)
Interest received	1,513.42	1,651.43
Investment made in subsidiary	(4,038.32)	(23,775.78)
Net cash generated from/ (used in) investing activities (B)	**15,781.98**	**(29,239.20)**
Cash flows from financing activities		
Proceeds from the exercise of employee stock option	24.88	5.26
Repayment of borrowings	(7.10)	(5.60)
Payment towards principal portion of lease liabilities	(4.02)	(2.29)
Finance costs paid (including interest on lease liabilities)	(114.32)	(71.36)
Dividend paid	(3,294.88)	-
Net cash used in financing activities (C)	**(3,395.44)**	**(73.99)**

Statement of Cash Flows

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	**23,123.27**	**(17,953.50)**
Effect of exchange differences on cash and cash equivalents held in foreign currency	40.90	63.37
Cash and cash equivalents at the beginning of the year	1,162.05	19,052.18
Cash and cash equivalents at the end of the year (refer note 13)	**24,326.22**	**1,162.05**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

for and on behalf of the Board of Directors
Gland Pharma Limited

Monisha Parikh
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Membership No. 047840

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Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Place: Hyderabad
Date: May 20, 2025

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

1. Corporate information

Gland Pharma Limited (the 'Company') is a public limited company domiciled in India and was incorporated on March 20, 1978, under the provisions of the Companies Act applicable in India, having Corporate Identification Number L24239TG1978PLC002276. The registered office of the Company is located at Sy No. 143-148,150,151, Near Gandimaisamma X Roads, D.P.Pally, Dundigal, Dundigal - Gandimaisamma Mandal, Hyderabad, Medchal – Malkajgiri district, Telangana, 500043.

The Company is primarily engaged in manufacturing injectable formulations. The Company's shares are listed on BSE Limited and National Stock Exchange of India Limited.

The standalone financial statements were approved for issue in accordance with a resolution of the Board of Directors on May 20, 2025.

2. Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, and relevant amendment rules issued thereafter and other accounting principles generally accepted in India and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The standalone financial statements have been prepared on a historical cost convention, except for certain financial assets, financial liabilities and share-based payments which are measured at fair value. The standalone financial statements are presented in Indian Rupees Millions, except when otherwise indicated.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.1 Summary of material accounting policies

(a) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

(b) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(c) Foreign currencies

The standalone financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

(d) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 : Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's chief financial officer determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. Any change in the fair value of each asset and liability is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(e) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of products

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer and is net of trade discounts, sales returns and goods and services tax (GST), where applicable, and the additional amount of profit share in case of exclusive arrangement, is recognised based on the terms of the agreement entered into with the customers, in the period when the collectability of the profit share becomes probable and a reliable measure of the profit share is available. Revenue includes shipping and handling costs billed to the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The point at which control passes is determined based on the terms and conditions by each customer arrangement, but generally occurs on dispatch to the customer.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

Profit share revenues

The Company from time to time enters into marketing arrangements with certain customers for the sale of its products in certain markets. Under such arrangements, the Company sells its products to the customers at a non-refundable base price agreed upon in the arrangement and is also entitled to a profit share which is over and above the base price. The profit share is typically dependent on the customer's ultimate net sale proceeds or net profits, subject to any reductions or adjustments that are required by the terms of the arrangement. Such arrangements typically require the customer to provide confirmation of units sold and net sales or net profit computations for the products covered under the arrangement.

Revenue in an amount equal to the base price is recognised in these transactions upon dispatch of goods to the customer. An additional amount representing the profit share component on the dispatched goods is recognised as revenue only to the extent that it is highly probable that a significant reversal will not occur. At the end of each reporting period, the Company recognises the estimated variable consideration to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period.

Sale of services

Revenue from sale of dossiers/licenses/services is recognised in accordance with the terms of the relevant agreements and is net of goods and service tax (GST), where applicable as accepted and agreed with the customers.

These arrangements typically consist of an initial up-front payment on inception of the agreement and subsequent payments dependent on achieving certain milestones in accordance with the terms prescribed in the agreement. Non-refundable up-front amounts received in connection with these agreements are deferred and recognised over the period in which the Company has pending performance obligations. Milestone payments which are contingent on achieving certain milestones are recognised as revenues either on achievement of such milestones or over the performance period depending on the terms of the contract.

Contract balances

Contract assets

A contract asset is the right to consideration that is conditional upon factors other than the passage of time. A contract asset is recognised when the Company transfers goods or services to a customer before the customer pays consideration or before payment is due. Contract assets primarily relate to unbilled amounts and are classified as non-financial assets.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or the amount is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs its obligation under the contract.

Unearned Revenue

Unearned revenue is recognised when there are billings in excess of revenues. The billing schedules agreed with customers could include periodic performance-based payments and/or milestone-based progress payments. Invoices are payable within a contractually agreed credit period.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other income" in the Statement of Profit and Loss.

Export benefits, incentives and licenses

Export benefits on account of duty drawback and export promotion schemes are accrued and accounted in the period of export and are included in Other operating revenue.

(f) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provision where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Services Taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of goods and service taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Balance Sheet.

(g) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price net of discounts, if any including import duties and other non-refundable taxes or levies and directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life.

An item of property, plant and equipment and any significant part 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 derecognition 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.

Capital work-in-progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management which are in line with Schedule II. The management has estimated, supported by independent assessment by professionals, the useful lives of the following classes of assets:

Asset	Useful lives estimated by the management (years)
Buildings	30
Tube wells	5
Plant and Equipment	8-20
Laboratory Equipment	10
Office Equipment	5
Furniture and fixtures	5-10
Vehicles	8-10
Computers	3-6

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial period end and adjusted prospectively, if appropriate.

(h) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined on First in First Out (FIFO) basis.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials and packing material: Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Finished goods and work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs.
- Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Stores and spares and consumables are valued at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(i) Impairment of non-financial assets

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus. An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior periods. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

(j) Provisions, Contingent liabilities and Contingent assets

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognised in standalone financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(k) Employee benefits

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognised in the period the employee renders the related service.

Post-Employment Benefits

Defined Contribution Plans

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined Benefit Plans

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined based on the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Other long-term employee benefits

Compensated absences

The Company treats accumulated leave as a long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on an actuarial valuation using the projected unit credit method at the period-end. Actuarial gains/ losses are immediately taken to the Statement of Profit and Loss and are not deferred.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

(l) 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.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (e) Revenue recognition.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) 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.

This category is the most relevant to the Company. 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 profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

a) the rights to receive cash flows from the asset have expired, or

b) the Company has transferred its rights to receive cash flows from the asset, and

   i. the Company has transferred substantially all the risks and rewards of the asset, or

   ii. the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the Balance Sheet at fair value with net changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Company recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables and borrowings including bank overdrafts.

Subsequent measurement

After initial recognition, Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost in subsequent accounting periods using the EIR method. Gains and losses are recognised in profit or 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.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Reclassification of financial instruments

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

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. On disposal of investment in subsidiaries, the difference between the net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

(m) Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and term deposits, which are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

(n) Research and Development

Revenue expenditure on research and development is charged to Statement of Profit and Loss in the period in which it is incurred. Property, plant and equipment purchased for research and development is added to property, plant and equipment and depreciated in accordance with the policies of the Company.

(o) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the period plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

(p) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief executive officer is responsible for allocating resources and assessing the performance of the operating segments and accordingly is identified as chief operating decision maker.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

3 Property, plant and equipment

	Freehold Land	Buildings	Plant and machinery	Laboratory equipment	Research and Development equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Tubewells	Total
Gross carrying value											
As at April 1, 2023	**634.58**	**3,327.70**	**15,722.63**	**1,199.68**	**856.25**	**344.26**	**156.62**	**53.85**	**511.17**	**1.58**	**22,808.32**
Additions	-	240.42	2,177.71	190.54	144.35	12.81	8.98	1.97	43.95	-	2,820.73
Disposals	-	-	(2.12)	(0.14)	-	-	-	(2.23)	-	-	(4.49)
As at March 31, 2024	**634.58**	**3,568.12**	**17,898.22**	**1,390.08**	**1,000.60**	**357.07**	**165.60**	**53.59**	**555.12**	**1.58**	**25,624.56**
Additions	-	162.62	1,642.73	101.00	163.50	8.44	2.83	52.83	47.05	-	2,181.00
Disposals/Transfer	-	-	(2.52)	31.36	(34.75)	(1.68)	-	(7.46)	-	-	(15.05)
As at March 31, 2025	**634.58**	**3,730.74**	**19,538.43**	**1,522.44**	**1,129.35**	**363.83**	**168.43**	**98.96**	**602.17**	**1.58**	**27,790.51**
Accumulated Depreciation											
As at April 1, 2023	-	734.43	5,125.00	507.78	292.22	169.61	93.87	28.72	270.17	1.51	7,223.31
Charge for the year	-	117.46	1,105.64	121.01	77.15	31.04	22.34	5.85	99.37	0.02	1,579.88
Disposals	-	-	(1.67)	(0.07)	-	-	-	(1.57)	-	-	(3.31)
As at March 31, 2024	**-**	**851.89**	**6,228.97**	**628.72**	**369.37**	**200.65**	**116.21**	**33.00**	**369.54**	**1.53**	**8,799.88**
Charge for the year	-	125.70	1,153.37	129.22	85.94	29.21	21.59	7.26	92.38	0.02	1,644.69
Disposals/Transfer	-	-	(1.32)	7.69	(10.82)	(1.67)	-	(6.51)	-	-	(12.63)
As at March 31, 2025	**-**	**977.59**	**7,381.02**	**765.63**	**444.49**	**228.19**	**137.80**	**33.75**	**461.92**	**1.55**	**10,431.94**
Net carrying value											
As at March 31, 2024	**634.58**	**2,716.23**	**11,669.25**	**761.36**	**631.23**	**156.42**	**49.39**	**20.59**	**185.58**	**0.05**	**16,824.68**
As at March 31, 2025	**634.58**	**2,753.15**	**12,157.41**	**756.81**	**684.86**	**135.64**	**30.63**	**65.21**	**140.25**	**0.03**	**17,358.57**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

4 Right-of-use assets

	Total
Leasehold land	
Cost	
As at April 1, 2023	11.41
As at March 31, 2024	**11.41**
Additions	26.74
Disposals	11.41
As at March 31, 2025	**26.74**
Accumulated depreciation	
As at April 1, 2023	7.55
Charge for the year	1.80
As at March 31, 2024	**9.35**
Charge for the year	2.06
Disposals	(11.41)
As at March 31, 2025	-
Net carrying value	
As at March 31, 2024	**2.06**
As at March 31, 2025	**26.74**

5 Details of Capital work in progress (CWIP)

Movement in CWIP

	As at March 31, 2025	As at March 31, 2024
Opening Balance	1,200.05	1,772.16
Additions	1,403.00	2,477.57
Disposals	-	(228.95)
Capitalised	(2,181.00)	(2,820.73)
Closing balance	**422.05**	**1,200.05**

CWIP - Ageing Schedule

As at March 31, 2025

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	352.98	62.80	6.27	-	422.05
Projects temporarily suspended	-	-	-	-	-
Total	**352.98**	**62.80**	**6.27**	**-**	**422.05**

As at March 31, 2024

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,091.08	93.59	15.38	-	1,200.05
Projects temporarily suspended	-	-	-	-	-
Total	**1,091.08**	**93.59**	**15.38**	**-**	**1,200.05**

As at March 31, 2025 and March 31, 2024, there are no projects which have exceeded its cost as compared to its original plan.

For capital work-in-progress, there are no projects whose completion is overdue as at March 31, 2025 and March 31, 2024.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

6 Other intangible assets

	Total
Gross carrying value	
As at April 1, 2023	129.82
Additions	33.32
Disposals	-
As at March 31, 2024	**163.14**
Additions	-
Disposals	-
As at March 31, 2025	**163.14**
Accumulated amortisation	
As at April 1, 2023	13.21
Charge for the year	39.39
Disposals	-
As at March 31, 2024	**52.60**
Charge for the year	45.96
Disposals	-
As at March 31, 2025	**98.56**
Net carrying value	
As at March 31, 2024	**110.54**
As at March 31, 2025	**64.58**

Note: Other Intangible assets majorly includes licenses

7 Investments (Unquoted)

	As at March 31, 2025	As at March 31, 2024
Investment in equity instruments - carried at cost		
Investments in subsidiaries		
248,250 (March 31, 2024: 217,950) equity shares of face value US$ 100 each, fully paid, of Gland Pharma International Pte. Ltd., Singapore	27,895.67	23,857.35
	27,895.67	**23,857.35**
Aggregate value of unquoted investments	27,895.67	23,857.35
Aggregate amount of impairment in value of investments	-	-

8 Other financial assets

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Term deposits with banks and financial institutions	-	6,545.00	3,960.00	2,000.00
Interest accrued, but not due on deposits with banks, financial institutions and others	-	14.13	975.31	483.43
Other receivables*	-	-	-	269.17
	-	**6,559.13**	**4,935.31**	**2,752.60**

*Includes amount receivable from related parties of ₹ Nil (March 31, 2024: ₹ 234.02) (refer note 39)

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

9 Trade receivables

	As at March 31, 2025	As at March 31, 2024
Trade receivables - Unsecured		
Trade receivables from related parties (refer note 39)	1,426.27	1,421.64
Trade receivables from other parties	10,002.72	10,292.38
	11,428.99	**11,714.02**
Considered good	11,498.17	11,777.38
Credit impaired	1.89	-
	11,500.06	**11,777.38**
Less: Allowance for credit losses	(71.07)	(63.36)
	11,428.99	**11,714.02**

Trade receivables - Ageing Schedule

As at March 31, 2025

	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	1,117.82	7,961.09	2,408.40	4.39	6.47	-	-	11,498.17
Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	-	-	1.89	-	-	1.89
Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-	-
Total	**1,117.82**	**7,961.09**	**2,408.40**	**4.39**	**8.36**	**-**	**-**	**11,500.06**
Less: Allowance for credit loss								(71.07)
Total Trade receivables								**11,428.99**

As at March 31, 2024

	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	872.26	9,042.37	1,786.75	73.99	2.01	-	-	11,777.38
Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-	-
Total	**872.26**	**9,042.37**	**1,786.75**	**73.99**	**2.01**	**-**	**-**	**11,777.38**
Less: Allowance for credit loss								(63.36)
Total Trade receivables								**11,714.02**

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person, nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

For terms and conditions relating to related party receivables, refer note 39.

Trade receivables are non-interest bearing and are generally on terms of 30 - 120 days.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

9 Trade receivables (Contd.)

The details of changes in allowance for credit losses is as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	63.36	586.88
Provision made/reversed during the year, net	7.71	41.09
Trade receivables written off during the year	-	(564.61)
Balance at the end of the year	**71.07**	**63.36**

10 Tax assets, net

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Advance income tax, net	274.50	274.94	-	-
	274.50	**274.94**	**-**	**-**

11 Other assets

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Capital advance	310.97	408.50	-	-
Security deposits	135.95	134.59	-	-
Advances to employees	-	-	0.77	1.06
Advances for material supplies and services	-	-	319.01	210.97
Prepaid expenses	-	-	158.32	172.91
Contract asset[@]	-	-	1,341.54	895.17
Export rebate claims receivable	-	-	48.93	38.75
Export incentives receivable	-	-	81.00	83.33
Balance with statutory/ government authorities	57.52	325.80	2,487.22	1,256.88
	504.44	**868.89**	**4,436.79**	**2,659.07**

No advances are due from directors or other officers of the Company or any of them either severally or jointly with any other persons or from firms or private companies respectively in which any director is a partner or a director or a member.

[@]Includes amount receivable from related parties of ₹ Nil (March 31, 2024: ₹ 79.50) (refer note 39)

12 Inventories

	As at March 31, 2025	As at March 31, 2024
(valued at lower of cost and net realisable value)		
Raw materials and components[*]	4,961.06	4,257.25
Packing materials[**]	3,686.47	3,213.41
Finished goods[***]	535.29	487.49
Work-in-progress	2,789.23	4,139.52
Stores and spares[****]	570.28	504.40
	12,542.33	**12,602.07**

[*]Includes goods-in-transit of ₹ 59.16 (March 31, 2024: ₹ 18.86)
[**]Includes goods-in-transit of ₹ 75.25 (March 31, 2024: ₹ 107.80)
[***]Includes stock-in-trade of ₹ 44.17 (March 31, 2024: ₹ 46.61)
[****]Includes goods-in-transit of ₹ 1.84 (March 31, 2024: ₹ 0.07)

The Company has recorded inventory write-down of ₹ 650.29 (March 31, 2024: ₹ 711.05). This is included as part of cost of materials consumed and changes in inventories of finished goods, work-in-progress and stock-in-trade in the Statement of Profit and Loss, as the case may be.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

13 Cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
Cash on hand	0.17	0.11
Balances with banks		
In current and deposit accounts[1]	22,326.05	1,161.94
Others		
Deposits with financial institutions	2,000.00	-
	24,326.22	**1,162.05**
The above includes:		
Balance in unclaimed dividend account	0.15	-
Deposits with more than 12 months maturity	19,208.90	-

The deposits maintained by the Company with banks and financial institutions comprises of term deposits, which can be withdrawn by the Company at any point without prior notice or penalty on the principal.

14 Bank balances other than cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
In deposit accounts[1]	-	14,823.44
	-	**14,823.44**

[1] Includes balances with banks of ₹ 4.90 (March 31, 2024: ₹ 1,006.82) held as margin money deposits against guarantees.

Breakup of financial assets

	As at March 31, 2025	As at March 31, 2024
Valued at amortised cost :		
Term deposits, interest accrued thereon and others	4,935.31	9,311.73
Trade receivables	11,428.99	11,714.02
Cash and cash equivalents	24,326.22	1,162.05
Bank balances other than cash and cash equivalents	-	14,823.44
Valued at cost :		
Investment in unquoted equity shares	27,895.67	23,857.35
Total financial assets	**68,586.19**	**60,868.59**

15 Share capital

	As at March 31, 2025	As at March 31, 2024
Authorised:		
500,000,000 (March 31, 2024: 500,000,000) equity shares of ₹ 1 each	500.00	500.00
0.001 % 5,100,000 (March 31, 2024: 5,100,000) compulsorily convertible non cumulative preference shares of ₹ 10 each	51.00	51.00
0.001 % 1,200,000 (March 31, 2024: 1,200,000) redeemable convertible non cumulative preference shares of ₹ 10 each	12.00	12.00
	563.00	**563.00**
Equity share capital:		
Issued, subscribed and fully paid up shares		
164,756,423 (March 31, 2024: 164,710,523) equity shares of ₹ 1 each	164.76	164.71
	164.76	**164.71**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

15 Share capital (Contd.)

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	164,710,523	164.71	164,700,823	164.70
Add: Issue of shares	-	-	-	-
Add: Shares issued on exercise of employee stock option (refer note 37)	45,900	0.05	9,700	0.01
	164,756,423	**164.76**	**164,710,523**	**164.71**

(b) Terms / rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The Company has proposed an amount of ₹ 2,965.62 towards dividend (March 31, 2024: ₹ 3,294.21).

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Fosun Pharma Industrial Pte. Ltd., Singapore (Holding Company)	85,393,934	85.39	95,293,934	95.29
	85,393,934	**85.39**	**95,293,934**	**95.29**

(d) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	% holding	No. of Shares	% holding
Fosun Pharma Industrial Pte. Ltd., Singapore	85,393,934	51.83%	95,293,934	57.86%
Mirae Asset Mutual Fund	11,173,227	6.78%	10,201,140	6.19%
HDFC Mutual Fund	10,813,759	6.56%	5,075,035	3.08%
Nippon India Mutual Fund	10,008,099	6.07%	9,109,149	5.53%

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownership of shares.

(e) Information regarding shares in the last five years

The Company has not issued any shares without payment being received in cash.

The Company has not issued any bonus shares.

The Company has not undertaken any buy-back of shares.

(f) Shares reserved for issue under options

During the year ended March 31, 2020, the Company had instituted "the Gland Pharma Employee Stock Option Scheme 2019" ('ESOP Scheme 2019') pursuant to approval of "the Gland Pharma Employee Stock Option Plan 2019" ('Plan'). (refer note 37)

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

15 Share capital (Contd.)

(g) Details of shares held by promoters

As at March 31, 2025

Equity shares of ₹ 1 each fully paid :

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Fosun Pharma Industrial Pte. Ltd., Singapore	95,293,934	(9,900,000)	85,393,934	51.83%	-10.39%
Total	**95,293,934**	**(9,900,000)**	**85,393,934**	**51.83%**	**-10.39%**

As at March 31, 2024

Equity shares of ₹ 1 each fully paid :

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Fosun Pharma Industrial Pte. Ltd., Singapore	95,293,934	-	95,293,934	57.86%	0.00%
Total	**95,293,934**	**-**	**95,293,934**	**57.86%**	**0.00%**

16 Other equity

	As at March 31, 2025	As at March 31, 2024
Securities premium		
Balance at the beginning of the year	19,292.29	19,284.23
Add: Amount received towards Securities premium for stock option exercised	24.83	5.25
Add: Amount transferred from Share options outstanding reserve on account of exercise of stock options	13.32	2.81
Balance at the end of the year	**19,330.44**	**19,292.29**
Capital redemption reserve		
Balance at the beginning of the year	33.44	33.44
Balance at the end of the year	**33.44**	**33.44**
General reserve		
Balance at the beginning of the year	31.22	31.22
Balance at the end of the year	**31.22**	**31.22**
Share options outstanding reserve		
Balance at the beginning of the year	13.84	16.65
Less: Exercise of stock options	(13.32)	(2.81)
Balance at the end of the year	**0.52**	**13.84**
Retained earnings		
Balance at the beginning of the year	70,540.29	60,107.04
Add: Profit for the year	10,897.53	10,433.25
Less: Dividend on equity shares	(3,295.03)	-
Balance at the end of the year	**78,142.79**	**70,540.29**
Share application money		
Balance at the beginning of the year	-	-
Add: Money received for the year	24.88	5.26
Less: Allotment of Equity shares on exercise of stock options	(24.88)	(5.26)
Balance at the end of the year	**-**	**-**

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for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

16 Other equity (Contd.)

	As at March 31, 2025	As at March 31, 2024
Other comprehensive income		
Items recognised directly in Other comprehensive income		
Balance at the beginning of the year	(122.90)	(104.30)
Re-measurement loss on employee defined benefit plans, net of tax	(29.25)	(18.60)
Balance at the end of the year	**(152.15)**	**(122.90)**
	97,386.26	**89,788.18**

Nature and purpose of reserves

Securities premium

Securities premium is used to record the premium on issue of shares and can be utilised in accordance with the provisions of the Companies Act, 2013.

Capital redemption reserve

Capital redemption reserve represents the amount of profits transferred from general reserve for the purpose of redemption of preference shares or for the buy back of shares.

General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid up share capital of the Company for that year, then the total dividend distribution is less than total distributable reserve for that year. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of net profit to general reserve has been withdrawn. However the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of the Companies Act, 2013.

Share options outstanding reserve

The share options outstanding reserve is used to record the fair value of equity-settled, share-based payment transactions with employees. The amounts recorded in share options outstanding reserve are transferred to securities premium, upon exercise of stock options, and transferred to general reserve on account of stock options not exercised by employees.

Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Share application money

Money received as advance towards allotment of share capital is recorded as share application money pending allotment.

17 Dividends

	For the year ended March 31, 2025	For the year ended March 31, 2024
Dividends paid on equity shares:		
Dividend paid for the year ended on March 31, 2025: ₹ 20 (March 31,2024: ₹ Nil) per share	3,295.03	-
	3,295.03	**-**
Proposed dividends on equity shares:		
Proposed dividend for the year ended on March 31, 2025: ₹ 18 (March 31,2024: ₹ 20) per share	2,965.62	3,294.21
	2,965.62	**3,294.21**

The Board of Directors of the Company at its meeting held on May 20, 2025 has recommended a final dividend of ₹ 18 per equity share (face value of ₹ 1 each) which is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

18 Borrowings

	Non-Current		Current maturities	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
From others (Unsecured)				
Deferred sales tax loan	11.09	25.51	14.42	7.10
	11.09	**25.51**	**14.42**	**7.10**

Deferred sales tax is interest free and payable in 14 yearly unequal installments starting from October 2012, as per the sales tax deferment scheme. The last installment is payable in 2026-27.

19 Trade payables

	As at March 31, 2025	As at March 31, 2024
Trade payables to third parties		
Dues to micro and small enterprises (refer note 38)	63.01	103.02
Other parties	3,719.21	2,669.11
Trade payables to related parties (refer note 39)	76.44	39.75
	3,858.66	**2,811.88**

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 30-120 day terms.

For terms and conditions relating to related party payables, refer note 39.

Trade payables - Ageing Schedule

As at March 31, 2025

	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues						
Micro and small enterprises	63.01	-	-	-	-	63.01
Others	3,261.72	477.20	9.79	32.17	14.77	3,795.65
Disputed dues						
Micro and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	**3,324.73**	**477.20**	**9.79**	**32.17**	**14.77**	**3,858.66**

As at March 31, 2024

	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues						
Micro and small enterprises	103.02	-	-	-	-	103.02
Others	1,764.50	909.37	15.50	14.49	5.00	2,708.86
Disputed dues						
Micro and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	**1,867.52**	**909.37**	**15.50**	**14.49**	**5.00**	**2,811.88**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

20 Lease liabilities

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 204
Lease liabilities (refer note 45)	24.05	1.04	2.70	2.99
	24.05	**1.04**	**2.70**	**2.99**

21 Other financial liabilities

	Current	
	As at March 31, 2025	As at March 31, 2024
Capital creditors*	39.49	85.10
Trade deposits payable	7.50	7.50
Unclaimed dividend	0.15	-
Employee benefits payable^@	157.70	138.91
	204.84	**231.51**

^During the current year, the Company reassessed the nature and classification of certain accruals and payables relating to employee benefits and has classified these as Employee benefits payable under other financial liabilities. Accordingly, the comparative figures for the previous year have been regrouped from trade payables to conform to the current year's presentation. This reclassification has no impact on the total liabilities or profit for the periods presented.

*Includes amount payable to micro enterprises and small enterprises of ₹ 6.08 (March 31, 2024: ₹ 19.02) (refer note 38)

@Includes amount payable to related parties of ₹ 22.59 (March 31, 2024: ₹ 8.12) (refer note 39)

Breakup of financial liabilities

	As at March 31, 2025	As at March 31, 2024
Valued at amortised cost		
Non-current borrowings	11.09	25.51
Trade payables	3,858.66	2,811.88
Short-term borrowings (including current maturities of non-current borrowings)	14.42	7.10
Capital creditors	39.49	85.10
Trade deposits payable	7.50	7.50
Unclaimed dividend	0.15	-
Employee benefits payable	157.70	138.91
Lease liabilities - Non-current	24.05	1.04
Lease liabilities - Current	2.70	2.99
Total financial liabilities	**4,115.76**	**3,080.03**

Changes in liabilities arising from financing activities:

	Borrowings		Lease liabilities	
	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Balance	32.61	38.21	4.03	6.32
Additions	-	-	26.74	-
Interest	-	-	0.17	0.42
Financing cash flows	(7.10)	(5.60)	(4.19)	(2.71)
Closing Balance	**25.51**	**32.61**	**26.75**	**4.03**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

22 Provisions

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits				
Provision for gratuity (refer note 36)	79.65	79.48	-	-
Provision for compensatory absences	148.72	127.40	57.23	56.64
	228.37	**206.88**	**57.23**	**56.64**

23 Deferred tax liabilities, net

	As at March 31, 2025	As at March 31, 2024
Deferred tax liability relating to		
Property, plant and equipment and intangible assets	1,253.79	1,165.39
(A)	**1,253.79**	**1,165.39**
Deferred tax asset relating to		
Provision for employee benefits	71.89	66.33
Allowance for credit losses	17.89	15.95
Leases	-	0.50
(B)	**89.78**	**82.78**
(A-B)	**1,164.01**	**1,082.61**

Deferred tax (assets)/ liabilities:

For the year ended March 31, 2025:

	Opening balance	Recognised in statement of profit and loss	Recognised in other comprehensive income	Closing balance
Property, plant and equipment and intangible assets	1,165.39	88.40	-	1,253.79
Provision for employee benefits	(66.33)	4.28	(9.84)	(71.89)
Allowance for credit losses	(15.95)	(1.94)	-	(17.89)
Leases	(0.50)	0.50	-	-
Deferred tax liabilities, net	**1,082.61**	**91.24**	**(9.84)**	**1,164.01**

For the year ended March 31, 2024:

	Opening balance	Recognised in statement of profit and loss	Recognised in other comprehensive income	Closing balance
Property, plant and equipment and intangible assets	1,069.17	96.22	-	1,165.39
Provision for employee benefits	(78.82)	18.75	(6.26)	(66.33)
Allowance for credit losses	(147.70)	131.75	-	(15.95)
Leases	(0.62)	0.12	-	(0.50)
Deferred tax liabilities, net	**842.03**	**246.84**	**(6.26)**	**1,082.61**

24 Current tax liabilities, net

	As at March 31, 2025	As at March 31, 2024
Income tax (net of advance tax and tax deducted at source)	441.47	264.06
	441.47	**264.06**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

25 Other current liabilities

	As at March 31, 2025	As at March 31, 2024
Statutory dues	195.04	114.84
Advances from customers	281.48	489.37
Liability towards Corporate Social Responsibility (refer note 31A)	-	3.67
Unearned revenue	181.81	159.64
Others	-	0.26
	658.33	**767.78**

26 Revenue from operations

	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from contract with customers		
- Revenue from sale of goods	36,995.10	36,625.47
- Revenue from sale of services	3,837.61	4,818.91
(A)	**40,832.71**	**41,444.38**
Other operating income		
- Export incentives	261.22	229.90
- Compensation and Claims*	67.56	-
(B)	**328.78**	**229.90**
(A+B)	**41,161.49**	**41,674.28**

*Includes other operating income amounting to ₹ 67.56 (March 31, 2024: ₹ Nil) related to settlement for a product pursuant to a confidential settlement agreement.

26A Revenue from contract with customers:

Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers, excluding other operating income

	For the year ended March 31, 2025	For the year ended March 31, 2024
USA	26,651.48	26,234.35
India	4,503.94	5,649.94
Europe	1,951.24	1,934.30
Canada	1,401.99	840.23
Australia	315.59	231.82
New Zealand	27.99	28.17
Rest of World(ROW)	5,980.48	6,525.57
	40,832.71	**41,444.38**
Timing of revenue recognition		
Goods and services transferred		
- Over time	3,837.61	4,818.91
- At a point of time	36,995.10	36,625.47
	40,832.71	**41,444.38**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

26A Revenue from contract with customers: (Contd.)

Contract balances

	As at March 31, 2025	As at March 31, 2024
Trade receivables	11,428.99	11,714.02
Contract assets	1,341.54	895.17
Contract liabilities	463.29	649.01

Contract liabilities represents the Company's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

Refund Liabilities

	As at March 31, 2025	As at March 31, 2024
Arising from development agreements	-	-

Refund liabilities are accounted when the Company receives consideration from a customer and expects to refund some or all of that consideration to the customer. In development agreements where the Company's consideration is contingent on obtaining US FDA approvals within a specific time period, the consideration is refundable if the approvals fail, irrespective of whether the Company is at default or not.

Significant change in contract liabilities is explained as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	649.01	760.42
Revenue recognised during the year	(635.84)	(760.42)
Contract liabilities recognised during the year	450.12	649.01
Balance at the end of the year	**463.29**	**649.01**
Expected revenue recognition from remaining performance obligations		
- within one year	463.29	649.01

Significant change in refund liabilities is explained as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	-	17.33
Amount utilised during the year	-	(17.33)
Balance at the end of the year	**-**	**-**

27 Other income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on		
- Term deposits with banks and financial institutions	1,981.48	1,489.15
- Others	9.69	5.89
Foreign exchange gain, net	128.36	115.66
Gain on disposal of property, plant and equipment, net	0.82	-
Insurance claim	-	31.08
Gain on sale of investments	12.27	3.48
Miscellaneous income	18.13	21.40
	2,150.75	**1,666.66**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

28 Cost of materials consumed

	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw materials and packing materials		
Inventory at the beginning of the year	7,470.66	13,539.92
Add: Purchases	17,035.44	11,028.14
	24,506.10	**24,568.06**
Less: Inventory at the end of the year	(8,647.53)	(7,470.66)
	15,858.57	**17,097.40**

29 Changes in inventories of finished goods, stock-in-trade and work-in-progress

	For the year ended March 31, 2025	For the year ended March 31, 2024
Inventories at the end of the year		
Finished goods	491.12	440.88
Work in progress	2,789.23	4,139.52
Stock-in-trade	44.17	46.61
	3,324.52	**4,627.01**
Inventories at the beginning of the year		
Finished goods	440.88	822.32
Work in progress	4,139.52	4,614.65
Stock-in-trade	46.61	64.36
	4,627.01	**5,501.33**
	1,302.49	**874.32**

30 Employee benefits expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries, wages and bonus	3,908.46	3,639.31
Contribution to provident and other funds	181.07	168.48
Gratuity expense (refer note 36)	81.08	81.18
Staff welfare expenses	219.62	210.48
	4,390.23	**4,099.45**

31 Other expenses

	For the year ended March 31, 2025	For the year ended March 31, 2024
Stores consumed	484.89	581.92
Rent (refer note 45)	3.06	5.09
Repairs and maintenance:		
Plant and machinery	488.69	409.63
Buildings	160.87	161.24
Others	50.89	52.84
Rates and taxes	450.23	416.68
Quality control expenses	703.60	663.59
Research and development consumables	332.84	320.32
Legal and professional charges	374.99	454.56
Carriage outwards	181.65	135.34
Insurance	69.98	111.21
Printing and stationery	26.78	27.40

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

31 Other expenses (Contd.)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Travelling and conveyance	44.47	56.64
Selling and business promotion expenses	42.12	73.45
Sales commission	9.31	137.81
Payment to auditors*:		
Audit fees	17.00	18.85
Certifications fees and others	0.15	0.48
Out of pocket expenses	2.80	1.82
Allowance for credit losses	7.71	41.09
Bad debts written-off, net	-	76.29
Other assets written-off	18.24	-
Loss on disposal of property, plant and equipment, net	-	8.75
Corporate social responsibility (CSR) expenditure (refer note 31A)	271.61	266.73
Miscellaneous expenses	93.44	90.24
	3,835.32	**4,111.97**

*Includes ₹ 3.99 paid to erstwhile auditors during the previous year

31A Details of CSR expenditure

	For the year ended March 31, 2025	For the year ended March 31, 2024
Gross amount required to be spent by the Company during the year	271.61	266.73
Amount approved by the Board to be spent during the year	271.61	266.73
Amount spent (in cash) during the year :		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	271.61	263.06
Details related to spent / unspent obligations :		
i) Spent amount in relation to :		
- Ongoing project	-	129.04
- Other than ongoing project	271.61	134.02
ii) Unspent amount in relation to :		
- Ongoing project	-	3.67
- Other than ongoing project	-	-

Details of ongoing project :

	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Balance :		
With Company	-	-
In Separate CSR Unspent a/c	3.67	35.78
Amount required to be spent during the year :	-	132.71
Amount spent during the year :		
From Company's bank a/c	-	129.04
From Separate CSR Unspent a/c	3.67	35.78
Closing Balance :		
With Company*	-	3.67
In separate CSR unspent a/c	-	-

*Pursuant to the Companies (Corporate Social Responsibility Policy) Amendment Rules 2021 ("the Rules"), the Company had transferred the Unspent amount of ₹ 3.67 to a separate bank account subsequent to the balance sheet date in the previous year.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

31A Details of CSR expenditure (Contd.)

Details of other than ongoing project :

	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Balance	-	-
Amount required to be spent during the year	271.61	134.02
Amount spent during the year	271.61	134.02
Closing Balance	-	-

32 Finance costs

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on lease liabilities (refer note 45)	0.17	0.42
Bank charges	11.41	7.07
Interest expense on others*	216.79	70.94
	228.37	**78.43**

*Includes interest relating to GST matter amounting to ₹ 180.13 (March 31, 2024: ₹ Nil)

33 Depreciation and amortisation expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation on property, plant and equipment	1,644.69	1,579.88
Depreciation on right-of-use assets (refer note 45)	2.06	1.80
Amortisation of other intangible assets	45.96	39.39
	1,692.71	**1,621.07**

34 Tax expense

(a) Income tax expense:

The major components of income tax expenses for the year ended March 31, 2025 and March 31, 2024 are :

Profit or loss section

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current tax	3,654.80	3,410.20
Deferred tax credit	91.24	246.84
Adjustment of current income tax relating to earlier years	12.28	(35.32)
Total income tax expense recognised in Statement of Profit and Loss	**3,758.32**	**3,621.72**

OCI Section

	For the year ended March 31, 2025	For the year ended March 31, 2024
Deferred tax credit on remeasurement of defined benefit plans	(9.84)	(6.26)
Income tax charged to OCI	**(9.84)**	**(6.26)**

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

34 Tax expense (Contd.)

(b) Reconciliation of effective tax rate:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit before tax (A)	14,655.85	14,054.97
Enacted tax rate in India (B)	25.168%	25.168%
Expected tax expenses (C = A*B)	**3,688.58**	**3,537.35**
Tax effect of:		
Non-deductible expenses	67.06	93.20
Adjustment for taxes with respect to earlier years	12.28	(35.32)
Impact on deferred tax in relation to taxes of earlier years	-	25.70
Income tax deductions	(5.03)	-
Others, net	(4.57)	0.79
Total (D)	**69.74**	**84.37**
Expected tax expense (C+D)	3,758.32	3,621.72
Income tax expense	**3,758.32**	**3,621.72**
Effective tax rate	**25.64%**	**25.77%**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set-off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied.

35 Earnings per share (EPS)

The following reflects the income and share data used in the basic and diluted EPS computations:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit for the year attributable to equity shareholders (₹)	10,897.53	10,433.25
Weighted average number of equity shares for Basic EPS	164,744,598	164,702,188
Dilutive effect of stock options outstanding	1,249	31,063
Weighted average number of equity shares for Diluted EPS	164,745,847	164,733,251
Face value of each equity share (₹)	1.00	1.00
Basic EPS (₹)	66.15	63.35
Diluted EPS (₹)	66.15	63.33

36 Employee benefits

I Defined benefit plan

The Company has a defined benefit gratuity plan and is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service is entitled to a gratuity on departure at 15 days salary for each completed year of service. The scheme is funded through a policy with Life Insurance Corporation (LIC). Provision for gratuity is based on actuarial valuation done by an independent actuary as at the year end. Each year, the Company reviews the level of funding in gratuity fund and decides its contribution. The Company aims to keep annual contributions relatively stable at a level such that the fund assets meets the requirements of gratuity payments in short to medium term.

These defined benefit plans expose the Company to actuarial risk which are set out below:

Investment risk: The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment in Government securities and debt instruments.

Interest rate risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the value of the plan's debt investments.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

36 Employee benefits (Contd.)

Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following tables summarise net benefit expenses recognised in the Statement of Profit and Loss, the status of funding and the amount recognised in the Balance sheet for the gratuity plan:

Net employee benefit expense (recognised in Employee benefits expense)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current service cost	75.40	69.88
Interest cost on net defined benefit liability	5.68	11.30
Net employee benefit expenses	**81.08**	**81.18**

Amount recognised in the Balance Sheet

	As at March 31, 2025	As at March 31, 2024
Defined benefit obligation	747.26	629.68
Fair value of plan assets	(667.61)	(550.20)
Net defined benefit liability	**79.65**	**79.48**

Changes in the present value of the defined benefit obligation

	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	629.68	538.46
Current service cost	75.40	69.88
Interest cost	44.99	39.14
Benefits paid	(44.27)	(45.61)
Net Actuarial loss/(gain)	41.46	27.81
Closing defined benefit obligation	**747.26**	**629.68**

Change in the fair value of plan assets

	As at March 31, 2025	As at March 31, 2024
Opening fair value of plan assets	550.20	383.94
Interest income	39.31	27.85
Contributions	120.00	181.07
Benefits paid	(44.27)	(45.61)
Return on plan assets (excluding interest income)	2.37	2.95
Closing fair value of plan assets	**667.61**	**550.20**

The Company expects to contribute ₹ 159.29 to the gratuity fund in the next year (March 31, 2024: ₹ 145.97)

The average duration of the defined benefit obligation at the end of reporting period is 5 years (March 31, 2024 : 5 years)

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

36 Employee benefits (Contd.)

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	As at March 31, 2025	As at March 31, 2024
Investments with LIC	100%	100%

Re-measurement adjustments:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Experience loss/(gain)	2.35	29.81
Return on plan assets (excluding interest income)	(2.37)	(2.95)
Actuarial loss/(gain) arising from changes in financial assumptions	20.85	4.80
Actuarial loss/(gain) arising from changes in demographic assumptions	18.26	(6.80)
Re-measurement loss /(gain) recognised in other comprehensive income	**39.09**	**24.86**

The principal assumptions used in determining gratuity for the Company's plans are shown below:

	As at March 31, 2025	As at March 31, 2024
Discount rate	6.55%	7.15%
Salary rise	12.00%	12.00%
Attrition rate	18.00%	20.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields / rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

Disclosure related to indication of effect of the defined benefit plan on the entity's future cash flows:

Expected benefit payments:

	As at March 31, 2025	As at March 31, 2024
1 year	117.38	110.72
2-5 years	416.61	391.80
6-10 years	300.66	243.84
>10 years	302.41	202.03

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

36 Employee benefits (Contd.)

Sensitivity analysis:

The sensitivity of significant assumptions used for valuation of defined benefit obligation is as follows :

	As at March 31, 2025	As at March 31, 2024
Effect of 1% change in assumed discount rate		
- 1% increase	708.68	600.50
- 1% decrease	789.94	661.62
Effect of 1% change in assumed salary growth rate		
- 1% increase	787.38	659.89
- 1% decrease	710.15	601.47
Effect of 50% change in assumed attrition rate		
- 50% increase	684.24	583.63
- 50% decrease	896.06	738.62

The sensitivity analysis is based on a change in a significant assumption, keeping all other assumptions constant. The sensitivity analysis may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.

II Defined contribution plan

	For the year ended March 31, 2025	For the year ended March 31, 2024
Contribution to provident and other funds (refer note 30)	181.07	168.48

III Other long term employee benefits

Compensated absences

The Company provides for accumulation of compensated absences by certain categories of its employees. These employees can carry forward a portion of the unutilised compensated absences and utilise them in future periods or receive cash in lieu thereof as per the Company's policy. The Company records a liability for compensated absences in the period in which the employee renders the services that increases this entitlement. The total liability recorded towards this benefit is ₹ 205.95 (March 31, 2024: ₹ 184.04).

37 Share-based payments

The Company instituted the Gland Pharma Employee Stock Option Scheme 2019 ('ESOP Scheme 2019') pursuant to approval of the Gland Pharma Employee Stock Option Plan 2019 ('Plan'). ESOP Scheme 2019 has been approved by special resolution on May 24, 2019 by the shareholders at the General meeting of the Company. The scheme is to grant options to eligible employees. The Compensation Committee of the Board, based on satisfaction of prescribed criteria like number of years of service of the employee, industry experience of the employee, grade or level of the employee etc.; identifies the employees eligible for the scheme. The maximum number of shares that may be issued pursuant to exercise of options granted to the participants under ESOP plan and the relevant notified scheme(s) shall not exceed 1,704,440 shares (after subdivision of equity shares). Out of 1,704,440 shares, the committee granted 1,549,500 shares on June 27, 2019 (grant date) to eligible employees.

The method of settlement under scheme is by issue of equity shares of the Company and there are no cash settlement alternatives for the employees. Each option comprises of one underlying equity share of ₹ 1/- each (after subdivision of equity shares). The said options shall vest as 40%, 30% and 30% over the variable period subject to satisfaction of Employee performance conditions specified in the Grant Letter.

The details of ESOP Scheme are summarised below (after subdivision of equity shares):

Grant	Grant date	Number of options granted	Exercise price	Weighted average fair value of option at grant date
1st Grant	June 27, 2019	1,549,500	542.00	248.46

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

37 Share-based payments (Contd.)

Movement during the year

	For the year ended March 31, 2025		For the year ended March 31, 2024	
	No. of shares	Weighted average exercise prices (WAEP)	No. of shares	Weighted average exercise prices (WAEP)
Outstanding as at beginning of year	47,700	-	57,400	-
Granted during the year	-	-	-	-
Exercised during the year	(45,900)	542.00	(9,700)	542.00
Lapsed during the year	-	-	-	-
Outstanding as at end of the year	1,800		47,700	
Weighted average remaining contractual life for the stock option outstanding as at reporting date (years)	Nil	-	Nil	-
Exercise price for options outstanding at the end of the year (₹)	-	542.00	-	542.00
Weighted average fair value of stock options excersied during the year (₹)	-	290.19	-	290.19

The Black Scholes valuation model has been used for computing the fair value of options on the grant date considering the following inputs :

Time to maturity (years)	1,2 and 3
Fair value price	677.50
Exercise price*	542.00
Option life (years)	3.00
Expected volatility (%)	30%
Risk–free interest rate (%)	7.35%
Expected dividends (%)	0%
Expected term based on vesting period (weighted average term of vesting period in years)**	1.5, 2.5 and 3.5

*As per ESOP Scheme 2019, the exercise price shall be at 20% discount to the market price, as determined at the time of grant.

**As per Employee Stock Option Scheme, the vested options can be exercised within prescribed tenure and so for the purpose of expected term it is assumed that exercise will happen at middle of exercise period.

38 Details of dues to Micro and Small Enterprise under the Micro, Small and Medium Enterprises Development Act, 2006:

The disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) are provided to the extent the company has received intimation from the "Suppliers" regarding their status thereunder. This has been relied upon by the auditors.

	As at March 31, 2025	As at March 31, 2024
Principal amount due to micro and small enterprise	69.52	122.04

There are no amounts of interest paid, due or payable during the year, the previous year, or even in the succeeding year. Also, there is no amount of interest accrued and remaining unpaid at the end of the year or the previous year.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

39 Related party disclosures

Names of related parties and description of relationship

Name of the related party	Relationship
Shanghai Fosun Pharmaceutical (Group) Co., Ltd., China*	Ultimate Controlling Company
Fosun Pharma Industrial Pte. Ltd., Singapore	Holding Company of Gland Pharma Limited

Subsidiary

Gland Pharma International Pte. Ltd., Singapore

Step-down subsidiaries

Gland Pharma USA Inc., USA
Phixen SAS, France[1]
Cenexi SAS, France[2]
Cenexi Services SAS, France[3]
Cenexi HSC SAS, France[2]
Cenexi 2 SASU, France[4]
Cenexi 3 SASU, France[4]
Cenexi Laboratories Thissen SA, Belgium[2]
Phineximmo SA, Belgium[2]
Manxen SAS, France[1]
Manxen 2 SAS, France[1]
Manxen 3 SAS, France[1]

Fellow subsidiaries#

Aton (Shanghai) Biotech Co., Ltd., China
Avanc Pharma Distribution Co., Ltd., China
Chongqing Carelife Pharmaceutical Co., Ltd., China
Fosun Pharma USA Inc., USA
Jiangsu Wanbang Helios International Trade Co. Ltd., China
Shanghai Henlius Biotech Inc., China
Suzhou Erye Pharmaceutical Co. Ltd., China
Tridem Pharma SAS, France
Tridem Pharma Tanzania Limited, Tanzania
Shanghai Fosun Pharmaceutical Industrial Development Co. Ltd, China
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd., China
(Formerly known as Wanbang Biopharmaceutical Company Limited, China)
Hunan Dongting Pharmaceutical Co.,Ltd, China

Key Management Personnel#

Srinivas Sadu	Managing Director and Chief Executive Officer (upto June 09, 2024)
	Executive Chairman and Chief Executive Officer (w.e.f. June 10, 2024 to January 15,2025)
	Executive Chairman (w.e.f. January 16, 2025)
Shyamkant Giri	Chief Executive Offer (w.e.f. January 16, 2025)
Ravi Shekhar Mitra	Chief Financial Officer

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

39 Related party disclosures (Contd.)

Name of the related party	Relationship
Key Management Personnel#	
Satyanarayana Murthy Chavali	Independent Director
Yiu Kwan Stanley Lau	Chairman and Independent Director (upto June 09, 2024)
P. Sampath Kumar	Company Secretary
Udo J. Vetter	Independent Director
Essaji Goolam Vahanvati	Independent Director
Nainalal Kidwai	Independent Director

*Fosun International Holdings Limited is the Ultimate Holding Company of Shanghai Fosun Pharmaceutical (Group) Co., Ltd, China

(1)Subsidiary of Gland Pharma International Pte Ltd.

(2)Subsidiary of Phixen SAS.

(3)Merged with Cenexi SAS, with effect from January 03, 2025

(4)Merged with Phixen SAS, with effect from April 26, 2024

#Parties with whom transactions are entered

Transactions during the year:

	Nature	For the year ended March 31, 2025	For the year ended March 31, 2024
Subsidiary			
Gland Pharma International Pte Ltd.	Investments made	4,038.32	23,775.78
Gland Pharma International Pte Ltd.	Sale of goods	1,501.97	2,430.15
Ultimate Controlling Company			
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.	Purchase of service	-	7.82
Fellow subsidiaries			
Avanc Pharma Distribution Co., Ltd.	Sale of goods	14.40	7.04
Chongqing Carelife Pharmaceutical Co., Ltd.	Reimbursement of expense	6.29	8.70
Chongqing Carelife Pharmaceutical Co., Ltd.	Purchase of raw material	81.64	96.11
Fosun Pharma USA Inc.	Sale of goods	2,390.82	3,343.61
Fosun Pharma USA Inc.	Sale of service	-	0.34
Fosun Pharma USA Inc.	Reimbursement of expense	121.51	99.73
Suzhou Erye Pharmaceutical Co. Ltd.	Reimbursement of expense	1.35	-
Tridem Pharma SAS	Sale of goods	-	15.85
Tridem Pharma Tanzania Limited	Sale of goods	7.99	10.70
Tridem Pharma Tanzania Limited	Reimbursement of expense	0.61	-
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd.	Purchase of raw material	843.99	158.00
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd.	Reimbursement of expense	4.20	8.70
Jiangsu Wanbang Helios International Trade Co. Ltd.	Sale of goods	10.18	-
Jiangsu Wanbang Helios International Trade Co. Ltd.	Reimbursement of expense	-	0.16
Shanghai Henlius Biotech Inc.	Reimbursement of expense	13.49	2.18
Aton (Shanghai) Biotech Co., Ltd	Reimbursement of expense	-	2.18
Hunan Dongting Pharmaceutical Co.,Ltd	Reimbursement of expense	1.35	-
Shanghai Fosun Pharmaceutical Industrial Development Co. Ltd.	Purchase of service	10.61	-
Step-down subsidiaries			
Gland Pharma USA Inc.	Purchase of service	7.34	40.18
Cenexi HSC SAS	Sale of machinery	-	228.95
Key Management Personnel^			
Executive Chairman, CEO, Chief Financial Officer and Company Secretary	Salaries and other employee benefits	121.64	94.60
Non-executive / independent directors	Commission and other benefits	23.70	25.00

Closing balances receivable/(payable) (Unsecured):

	Nature	As at March 31, 2025	As at March 31, 2024
Fosun Pharma USA Inc.	Trade receivables and other assets	1,105.80	805.37
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.	Trade payables	-	(11.65)
Tridem Pharma Tanzania Limited	Trade receivables	4.58	5.35
Gland Pharma USA Inc.	Trade payables	-	(9.44)
Gland Pharma International Pte Ltd.	Trade receivables	299.65	668.68
Cenexi HSC SAS	Other receivables	-	234.02
Shanghai Henlius Biotech Inc.	Trade receivables	13.54	2.17
Aton (Shanghai) Biotech Co., Ltd	Trade receivables	-	2.17
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd.	Trade receivables	-	8.70
Chongqing Carelife Pharmaceutical Co., Ltd.	Trade receivables	-	8.70
Chongqing Carelife Pharmaceutical Co., Ltd.	Trade payables	(51.67)	-
Suzhou Erye Pharmaceutical Co. Ltd.	Trade receivables	1.35	-
Hunan Dongting Pharmaceutical Co.,Ltd.	Trade receivables	1.35	-
Shanghai Fosun Pharmaceutical Industrial Development Co Ltd	Trade payables	(9.55)	-
Payable to Key Management Personnel^	Employee benefits payable	(22.59)	(8.12)
Payable to Key Management Personnel	Trade payables	(15.22)	(18.66)

^As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management personnel and their relatives is not ascertainable and, therefore, not included above.

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash.

Notes to the standalone financial statements

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(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

40 Key accounting estimates and judgements

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

(i) Defined benefit obligation

The cost of defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in note 36.

(ii) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates derived from the useful lives and residual values of all its property, plant and equipment as estimated by the management. The management believes that current depreciation rates fairly reflect their estimates of the useful lives and residual values of property, plant and equipment. The useful lives are based on historical experience with similar assets as well as anticipation of future events, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes or a change in market demand of the product or service output of the asset, manufacturers warranties and maintenance support, etc.

(iii) Estimation of net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories, the Company makes an estimate of future selling prices and costs necessary to make the sale.

(iv) Estimate of Profit share

The Company determines the profit share basis the customer's confirmation of units sold and net sales or net profit computations for the products covered under the arrangement, subject to any reduction/adjustment as required by the terms of the arrangement. The company applies judgement in evaluating whether the profit share component recognised is only to the extent that it is highly probable that a significant reversal will not occur.

(v) Impairment of investments in Subsidiaries

Investments are tested for impairment whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The Investments impairment test is performed at the level of the cash-generating unit or Groups of cash-generating units which are benefitting from the synergies of the acquisition. Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

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for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

41 Fair Values

	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Financial assets at amortised cost:				
Term deposits, interest accrued thereon and others	4,935.31	9,311.73	4,935.31	9,311.73
Trade receivables	11,428.99	11,714.02	11,428.99	11,714.02
Cash and cash equivalents	24,326.22	1,162.05	24,326.22	1,162.05
Bank balances other than 'Cash and cash equivalents'	-	14,823.44	-	14,823.44
Financial assets at cost:				
Investment in unquoted equity shares	27,895.67	23,857.35	27,895.67	23,857.35
Financial liabilities at amortised cost:				
Borrowings (including current maturities)	25.51	32.61	25.51	32.61
Trade payables	3,858.66	2,811.88	3,858.66	2,811.88
Employee benefits payable	157.70	138.91	157.70	138.91
Lease liabilities	26.75	4.03	26.75	4.03
Other financial liabilities	47.14	92.60	47.14	92.60

The management assessed that cash and cash equivalents, other bank balances, trade receivables, loans, borrowings, trade payables, leases and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

42 Financial risk management objectives and policies

Financial Risk Management Framework

The Company is exposed primarily to Credit Risk, Liquidity Risk and Market risk (fluctuations in foreign currency exchange rates and interest rate), which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

A Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk, except for trade receivables.

Trade receivables:

The customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Ind AS requires an entity to recognise in Statement of Profit and Loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised in accordance with Ind AS 109. The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

42 Financial risk management objectives and policies (Contd.)

The Company writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g., when the debtor has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any subsequent recoveries made are recognised in Statement of Profit and Loss.

Exposure to credit risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 11,428.99 and ₹ 11,714.02 as of March 31, 2025, and March 31, 2024, respectively, being the total of the carrying amount of balances with trade receivables. The Company has 2 customers (March 31, 2024: 2 customers) comprising 28.50% (March 31, 2024: 33.40%) of the trade receivables.

B Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

	Up to 1 Year	1 to 3 years	3 to 5 years	> 5 years	Total
March 31, 2025:					
Borrowings (including current maturities)	14.42	11.09	-	-	25.51
Trade payables	3,858.66	-	-	-	3,858.66
Employee benefits payable	157.70	-	-	-	157.70
Lease liabilities	2.84	5.98	7.29	56.45	72.56
Other financial liabilities	47.14	-	-	-	47.14
	4,080.76	**17.07**	**7.29**	**56.45**	**4,161.57**

	Up to 1 Year	1 to 3 years	3 to 5 years	> 5 years	Total
March 31, 2024:					
Borrowings (including current maturities)	7.10	25.51	-	-	32.61
Trade payables	2,811.88	-	-	-	2,811.88
Employee benefits payable	138.91	-	-	-	138.91
Lease liabilities	2.99	0.75	-	-	3.74
Other financial liabilities	92.60	-	-	-	92.60
	3,053.48	**26.26**	**-**	**-**	**3,079.74**

C Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates and other market changes.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

42 Financial risk management objectives and policies (Contd.)

C1. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities.

(a) Details of foreign currency risk from non-derivative financial instruments:

The year end foreign currency exposures that have not been hedged by a derivative instrument are as under -

		As at March 31, 2025			As at March 31, 2024		
	Currency	Amount in Foreign Currency	Amount in ₹	Conversion Rate	Amount in Foreign Currency	Amount in ₹	Conversion Rate
Cash and cash equivalent	USD	34.62	2,959.53	85.48	11.76	980.95	83.40
	EURO	0.03	2.66	92.08	0.01	1.15	89.87
Trade receivables	USD	108.40	9,265.79	85.47	126.16	10,522.39	83.40
	EURO	0.32	29.72	92.08	0.28	25.61	89.87
	AUD	0.03	1.79	53.80	0.34	18.13	54.11
	CAD	0.69	40.95	59.66	0.86	52.90	61.55
Other receivables	EURO	-	-	-	2.60	234.02	89.87
Trade payables	USD	27.28	2,331.47	85.48	16.68	1,391.48	83.40
	EURO	1.77	162.68	92.08	1.96	175.99	89.87
	GBP	0.00	0.04	110.69	0.01	1.39	105.21
	CNY	1.21	14.20	11.77	-	-	-
Capital creditors	USD	0.11	9.70	85.48	0.06	4.94	83.40
	EURO	0.01	1.36	92.08	0.32	28.56	89.87

(b) Foreign currency sensitivity:

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

	Change in exchange rate		Effect on profit before tax	
	Increase	Decrease	Increase\(Decrease)	
March 31, 2025				
USD	1.00%	1.00%	98.85	(98.85)
EURO	1.00%	1.00%	(1.32)	1.32
March 31, 2024				
USD	1.00%	1.00%	103.24	(103.24)
EURO	1.00%	1.00%	0.56	(0.56)

43 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximise the shareholder value.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

43 Capital management (Contd.)

The Company determines the capital requirement based on annual operating plans, long-term and other strategic investment plans. The Company manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements as it does not have any interest-bearing loans in the current period.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025 and March 31, 2024.

44 Commitments and contingencies

a. Commitments

	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for	932.97	851.49

b. Contingent liabilities

		As at March 31, 2025	As at March 31, 2024
(i)	Claims against the Company not acknowledged as debts	118.94	60.44
(ii)	Demand for direct taxes	21.33	21.81
(iii)	Demand for indirect taxes		
	Entry tax	47.01	47.01
	Service tax	8.50	8.50
	Value Added Tax and CST	5.30	5.30
	GST	12.75	12.75
(iv)	Provident Fund		
	There are numerous interpretative issues relating to the Supreme Court (SC) judgement on Provident Fund (PF) dated 28th February, 2019. As a matter of caution, the Company has accordingly made the payments prospectively w.e.f. the order date. The Company will update its position, on receiving further clarity on the subject.		

In respect of above matters, future cash outflows in respect of contingent liabilities are determinable only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company. The Company is contesting these demands and the Management, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the financial statements for the demands raised. The Management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

The Company's business involves governmental and/or regulatory inspections, inquiries and commercial matters that arise from time to time in the ordinary course of business. The same are subject to uncertain future events not wholly within the control of the Company. The management does not expect the same to have a materially adverse effect on its financial position, as it believes the likelihood of any loss is not probable."

45 Leases

Company as a Lessee

The Company has lease contracts for factory land and office premises. Lease contract for factory land has a lease term of 15 years. The leases for office premises have a term of 12 months or less and hence the Company has applied the short term exemption towards it.

For movement of ROU assets, refer note 4

For movement of lease liabilities, refer note 21

For Maturity analysis of lease liabilities refer note 42B

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

45 Leases (Contd.)

The following are the amounts recognised in Statement of Profit and Loss:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation expense on right-of-use assets	2.06	1.80
Interest expense on lease liabilities	0.17	0.42
Expense relating to short-term leases (included in other expenses)	3.06	5.09
Total amount recognised in Statement of Profit and Loss	**5.29**	**7.31**

The Company has total cash outflow for leases of ₹ 4.19 (March 31, 2024: ₹ 2.71).

46 Segment reporting

In accordance with Ind AS 108 "Operating Segments", segment information has been given in the consolidated financial statements of the Company, and therefore no separate disclosure on segment information is given in these financial statements.

47 Research and development

	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue expenditure (including depreciation)	1,758.37	1,629.40
Capital expenditure	163.50	144.35
	1,921.87	**1,773.75**

48 Ratio Analysis and its elements

Ratio	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for change (+/- 25 %)
Current Ratio	Current assets	Current liabilities	11.01	11.04	0%	
Debt- Equity Ratio	Total Debt[1]	Total Equity	0.00	0.00	0%	
Debt Service Coverage Ratio	Earnings for debt service[2]	Debt service[3]	1,115.18	1,450.63	-23%	
Return on Equity (ROE)	Profit for the year	Average Total Equity	12%	12%	0%	
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	2.01	1.61	25%	Refer note[7]
Trade Receivable Turnover Ratio	Revenue from operations	Average Trade receivable	3.56	4.10	-13%	
Trade Payable Turnover Ratio	Cost of goods sold	Average Trade payables	7.59	5.93	28%	Refer note[8]
Net Capital Turnover Ratio	Revenue from operations	Working capital[4]	0.79	1.00	-21%	
Net Profit Ratio	Profit for the year	Revenue from operations	26%	25%	4%	
Return on Capital Employed (ROCE)	EBIT[5]	Average capital employed[6]	13%	15%	-13%	
Return on Investment (ROI)						
-Unquoted - mutual funds	Income generated from investments	Time weighted average investments	6.39%	5.79%	10%	
-Unquoted - Others	Income generated from investments	Time weighted average investments	7.81%	7.55%	3%	

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

48 Ratio Analysis and its elements (Contd.)

(1) Debt represents borrowings and lease liabilities

(2) Earnings for debt service represents Net profit after taxes + Non-cash operating expenses + Interest on lease liabilities

(3) Debt service represents Interest and principal payments of Lease liabilities + Principal repayments

(4) Working capital represents Current assets – Current liabilities

(5) EBIT represents Profit before interest, other income, exceptional items and taxes

(6) Capital employed represents Total Assets – Current liabilities

(7) Decrease in average inventory

(8) Decrease in average trade payables

49 Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The details of funds invested in intermediaries and further invested or loaned by intermediaries:

During the year ended March 31, 2025:

Name of the intermediary	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in USD million)	Amount (in ₹ million)
Gland Pharma International Pte Ltd.	50 Raffles Place, Level 30, Singapore Land Tower, Singapore, 048623	202108434D	Wholly-owned subsidiary	Investment in equity shares	September 17, 2024	48.14	4,038.32
						48.14	**4,038.32**

The Company has invested in equity shares in Gland Pharma International Pte Ltd.

- To provide loan to Phixen SAS, France

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

49 Other Statutory Information (Contd.)

The details of date and amount of fund further invested by intermediary to ultimate beneficiaries:

Name of the ultimate beneficiaries	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in EUR million)	Amount (in ₹ million)
Phixen SAS	52, Rue Marcel et Jacques Gaucher – 94120 Fontenay-sous-Bois, France	812 077 774	Step down subsidiary	Inter-corporate loan given	April 24, 2024	8.00	724.75
					June 6, 2024	3.80	344.26
					June 21, 2024	3.50	317.08
					July 16, 2024	4.70	425.79
					August 6, 2024	4.00	362.38
					August 28, 2024	1.00	90.59
					September 19, 2024	5.00	466.63
					October 4, 2024	2.00	186.65
					October 18, 2024	3.50	326.64
					November 29, 2024	4.00	373.30
					December 20, 2024	2.50	233.32
					December 23, 2024	3.50	326.64
					January 16, 2025	3.50	326.64
					February 5, 2025	3.00	279.98
					February 27, 2025	3.00	279.98
					March 18, 2025	2.00	186.65
						57.00	**5,251.28**

During the year ended March 31, 2024:

Name of the intermediary	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in EUR million)	Amount (in ₹ million)
Gland Pharma International Pte Ltd.	50 Raffles Place, Level 30, Singapore Land Tower, Singapore, 048623	202108434D	Wholly-owned subsidiary	Investment in equity shares	April 25, 2023	208.71	18,831.31
					November 6, 2023	25.14	2,229.85
					March 15, 2024	5.01	453.38
					March 15, 2024*	24.96	2,261.25
						263.82	**23,775.79**

*Invested in intermediary pending onward remittances into Phixen SAS, France

The Company has invested in equity shares in Gland Pharma International Pte Ltd.

- For funding the acquisition of Phixen SAS, France

- To provide loan to Phixen SAS, France and 3 other companies ("Manxen Companies") holding shares of Phixen SAS, France

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

49 Other Statutory Information (Contd.)

The details of date and amount of fund further invested by intermediary to ultimate beneficiaries:

Name of the ultimate beneficiaries	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in EUR million)	Amount (in ₹ million)
Phixen SAS	52, Rue Marcel et Jacques Gaucher – 94120 Fontenay-sous-Bois, France	812 077 774	Step down subsidiary	Investment in equity shares	April 27, 2023	114.26	10,313.19
				Inter-corporate loan given	April 27, 2023	79.38	7,164.75
					April 28, 2023	5.14	461.49
					May 15, 2023	5.00	448.87
					September 4, 2023	3.00	269.32
					October 6, 2023	2.00	179.54
					November 9, 2023	4.00	354.76
					November 17, 2023	3.00	266.07
					November 23, 2023	5.00	443.45
					November 30, 2023	3.00	266.07
					January 19, 2024	2.00	177.38
					February 9, 2024	5.00	443.45
					March 1, 2024	3.00	266.07
					March 18, 2024	5.00	452.97
Manxen SAS	812 269 496	Step down subsidiary	Inter-corporate loan given	April 27, 2023		0.07	6.38
Manxen 2 SAS	812 855 195	Step down subsidiary	Inter-corporate loan given	April 27, 2023		0.01	0.70
Manxen 3 SAS	830 453 619	Step down subsidiary	Inter-corporate loan given	April 27, 2023		0.00*	0.09
						238.86	**21,514.54**

*Amounting to 1,000 Euros

The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

Notes to the standalone financial statements

for the year ended March 31, 2025

(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

50 Events after the reporting period

The Board of directors have proposed dividend after the balance sheet date which is subject to approval by the shareholders at the annual general meeting. Refer note 17 for details.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

08

Financial Statements

CONSOLIDATED

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Independent Auditor's Report

To The Members of Gland Pharma Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Gland Pharma Limited** (the "Parent Company"/ the "Holding Company") and its subsidiaries, (the Holding Company and its subsidiaries together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements / financial information of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143 (10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and 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.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Revenue from Sale of goods** **(Refer Note 2.2 (e) to the Consolidated Financial Statements)** The Group recognises revenue from sale of goods based on the terms and conditions of the agreements/arrangements, which vary with different customers. For sale transactions in a certain period around balance sheet date, it is essential to ensure whether the transfer of control of the goods by the Group to the customer occurs before the balance sheet date. Considering material sale transactions close to the year end and that revenue recognition is subject to transfer of control to the customers before the balance sheet date, we consider the risk of revenue from sale of goods being recognised in the incorrect period as a key audit matter.	We have performed the following principal audit procedures in relation to revenue recognised which include a combination of testing internal controls and substantive testing as under: • Assessed the appropriateness of the Group's revenue recognition accounting policies in line with Ind AS 115 ("Revenue from Contracts with Customers") and testing thereof. • Evaluated the integrity of the general information and technology ('IT') control environment and testing the operating effectiveness of key IT application controls. • Understood the revenue recognition process, evaluating the design and implementation of Group's controls in respect of revenue cut-off at year end. • Tested the operating effectiveness of such controls over revenue cut off at year-end. • Tested the supporting documentation for sales transactions recorded during the period closer to the year end and examination of credit notes, if any, issued after the year end to determine whether revenue was recognised in the correct period upon fulfilment of the performance obligations. • Performed analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing.
2	**Impairment assessment of goodwill** The Consolidated Financial Statements reflect goodwill on acquisition of ₹ 2,482 million. Goodwill is tested annually for impairment. The Holding Company has estimated the recoverable value of the Cash Generating Unit (CGU) to which the goodwill is allocable based on Value in Use (ViU). The determination of recoverable amount of goodwill based on ViU, involves significant estimates and judgement in determining the assumptions such as Revenue growth, operating margins, and in determining the valuation assumptions relating to discount rates and long-term growth rate applied to estimate future cash flows. Impairment of goodwill has been identified as a key audit matter due to: • The significance of the carrying value of the CGU being assessed; and • The assessment of the carrying value of CGU involving assumptions and exercise of significant judgement in assessing the recoverable value of the CGU. Any adverse changes to this assumption could result in lower recoverable amount than the carrying amount. The key assumptions applied in the impairment reviews are described in Note 6 to the Consolidated Financial Statements.	We have performed the following principal audit procedures in relation to impairment assessment of goodwill, which include a combination of testing internal controls and substantive testing as under: • Evaluated the design and implementation of the relevant controls and the operating effectiveness of such internal controls which inter-alia includes the completeness and accuracy of the input data considered, reasonableness of the assumptions considered in determining the present value of future cash flows. • Obtained the business projections of the CGU (prepared by the Management) and performed the following procedures: (i) Conducted inquiries with the Holding Company/ Subsidiary personnel to identify if factors that, in our professional judgement, should be taken into account in the analysis were considered. (ii) Compared the actual revenues and cash flows generated by the CGU during the year with the plan and estimates considered in the previous year. (iii) Verified if the cash flow projections of the CGU considered for the assessment of impairment were as per cash flow projections reviewed and approved by the Board of Directors of the Holding Company and the Subsidiary. (iv) Evaluated the Management's future cash flow projections, with regard to the appropriateness of key assumptions considered, including discount rate, growth rate, sensitivity analysis of the key assumptions etc. duly considering the historical accuracy of the Holding Company's estimates in the prior period, and comparison of the assumptions with observable market data wherever available. (v) With the assistance of fair value specialists, we evaluated the reasonableness of discount rate and long-term growth rate.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, the Management Discussion & Analysis, Report on Corporate Governance and Business Responsibility & Sustainability Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of those respective companies included in the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs 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 consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- 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 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements / financial information of seven subsidiaries, whose financial statements / financial information reflect total assets of ₹ 53,338.04 million as at March 31, 2025, total revenues of ₹ 16,422.23 million and net cash (outflows) amounting to ₹ 1,224.40 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

(b) We did not audit the financial statements / financial information of three subsidiaries, whose financial statements / financial information reflect total assets of ₹ 660.15 million as at March 31, 2025, total revenues of ₹ Nil and net cash inflows amounting to ₹ 0.01 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements/ financial information of the subsidiaries referred to in the Other Matters section above, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group, including relevant records so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Company, none of the directors of the Holding Company is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Holding Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of the Holding Company.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group - Refer Note 43b to the consolidated financial statements;

      ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

      iii) There were not amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company.

      iv) (a) The Management of the Holding Company, has represented to us that, to the best of their knowledge and belief, other than as disclosed in the Note 49 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The Management of the Holding Company, have represented to us that, to the best of their knowledge and belief, no funds have been received by the Holding Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v) The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable.

      As stated in Note 16 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members of the Holding Company at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

   vi) Based on our examination which included test checks, the Holding Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO report issued by us, we report that there are no qualifications or adverse remarks in the CARO report of the Holding Company included in the consolidated financial statements.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration Number: 008072S)

Monisha Parikh
Partner
Membership No. 047840
UDIN: 25047840BMRJUY6156

Place: Hyderabad
Date: May 20, 2025

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of Gland Pharma Limited (hereinafter referred to as the "Holding Company"), as of that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Holding Company's management and Board of Directors of the Holding Company, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Holding Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company, has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration Number: 008072S)

Monisha Parikh
Partner
Membership No. 047840
UDIN: 25047840BMRJUY6156

Place: Hyderabad
Date: May 20, 2025

Consolidated Balance Sheet

as at March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	37,505.36	35,413.09
Right-of-use assets	4	427.97	509.60
Capital work-in-progress	5	1,505.60	2,378.83
Goodwill	6	2,482.00	2,422.59
Intangible assets	6A	1,057.02	1,122.19
Financial assets			
Other financial assets	7	-	6,559.13
Deferred tax assets, net	22	520.68	504.37
Tax assets, net	9	274.62	274.94
Other non-current assets	10	646.57	976.20
		44,419.82	**50,160.94**
Current assets			
Inventories	11	16,852.18	16,552.37
Financial assets			
Trade receivables	8	15,165.33	15,586.90
Cash and cash equivalents	12	25,562.09	3,570.88
Bank balances other than cash and cash equivalents	13	-	14,823.44
Other financial assets	7	4,936.20	2,519.34
Other current assets	10	5,313.58	3,398.59
		67,829.38	**56,451.52**
Total Assets		**112,249.20**	**106,612.46**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	164.76	164.71
Other equity	15	91,342.65	87,073.72
Equity attributable to the owners of the Company		**91,507.41**	**87,238.43**
Non-controlling interests		-	-
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	17	776.64	1,065.40
Lease liabilities	19	294.87	346.79
Provisions	21	1,459.91	1,372.12
Deferred tax liabilities, net	22	2,148.07	2,201.23
Other non-current liabilities	24	413.85	404.86
		5,093.34	**5,390.40**
Current liabilities			
Financial liabilities			
Borrowings	17	1,915.50	2,132.42
Lease liabilities	19	150.32	177.05
Trade payables	18	8,204.10	7,677.49
Other financial liabilities	20	1,110.33	1,042.03
Provisions	21	508.75	589.07
Current tax liabilities, net	23	736.88	516.37
Other current liabilities	24	3,022.57	1,849.20
		15,648.45	**13,983.63**
Total Equity and Liabilities		**112,249.20**	**106,612.46**

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Consolidated Statement of profit and loss

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	Note	For the year ended March 31, 2025	For the year ended March 31, 2024
INCOME			
Revenue from operations	25	56,165.04	56,647.22
Other income	26	2,136.08	1,702.35
Total income (I)		**58,301.12**	**58,349.57**
EXPENSES			
Cost of materials consumed	27	19,724.79	20,221.37
Purchase of stock-in-trade		144.88	230.66
Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	1,034.14	1,278.85
Power and fuel		1,991.54	2,299.91
Employee benefits expense	29	14,015.61	12,568.93
Depreciation and amortisation expense	32	3,778.74	3,445.66
Finance costs	31	420.00	262.00
Other expenses	30	6,564.84	6,716.77
Total expenses (II)		**47,674.54**	**47,024.15**
Profit before tax (III)= (I-II)		**10,626.58**	**11,325.42**
Tax expense	33		
Current tax		3,709.80	3,492.99
Deferred tax charge		(78.41)	143.34
Taxes of earlier years		9.93	(35.51)
Total tax expense (IV)		**3,641.32**	**3,600.82**
Profit for the year (V)=(III-IV)		**6,985.26**	**7,724.60**
OTHER COMPREHENSIVE INCOME (OCI)			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurement of defined benefit plans		15.80	25.19
Deferred tax impact on remeasurement of defined benefit plans		(3.83)	(6.34)
Items that will be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		(565.84)	59.80
Total other comprehensive (income)/loss for the year, net of tax (VI)		**(553.87)**	**78.65**
Total comprehensive income for the year, net of tax (VII) = (V-VI)		**7,539.13**	**7,645.95**
Profit attributable to:			
Owners of the Company		**6,985.26**	**7,724.60**
Non-controlling interests		-	-
Total comprehensive income attributable to:			
Owners of the Company		**7,539.13**	**7,645.95**
Non-controlling interests		-	-
Earnings per equity share (Face value of ₹ 1 each):	34		
Basic (₹)		42.40	46.90
Diluted (₹)		42.40	46.89

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Consolidated Statement of Changes in Equity

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

a. Equity share capital

Equity shares of ₹ 1 each, issued, subscribed and fully paid	No.	Amount
As at April 1, 2023	**164,700,823**	**164.70**
Add: Issued during the year (refer note 14(a))	9,700	0.01
As at March 31, 2024	**164,710,523**	**164.71**
Add: Issued during the year (refer note 14(a))	45,900	0.05
As at March 31, 2025	**164,756,423**	**164.76**

b. Other equity

Particulars	Reserves and surplus					Share application money	Other comprehensive income		Total equity attributable to the owners of the Company	Non-controlling interests	Total
	Securities premium	Capital redemption reserve	General reserve	Share options outstanding reserve	Retained earnings		Remeasurement of defined benefit plans (net of tax)	Foreign currency translation reserve			
As at April 1, 2023	**19,284.23**	**33.44**	**31.22**	**16.65**	**60,153.88**	**-**	**(104.30)**	**7.40**	**79,422.52**	**-**	**79,422.52**
Profit for the year	-	-	-	-	7,724.60	-	-	-	7,724.60	-	7,724.60
Received on exercise of employee stock options	-	-	-	-	-	5.26	-	-	5.26	-	5.26
Other comprehensive income	-	-	-	-	-	-	(18.85)	(59.80)	(78.65)	-	(78.65)
Issue of equity shares on exercise of employee stock options	5.25	-	-	-	-	(5.26)	-	-	(0.01)	-	(0.01)
Transfer to securities premium on exercise of employee stock options	2.81	-	-	(2.81)	-	-	-	-	-	-	-
As at March 31, 2024	**19,292.29**	**33.44**	**31.22**	**13.84**	**67,878.48**	**-**	**(123.15)**	**(52.40)**	**87,073.72**	**-**	**87,073.72**

Consolidated Statement of Changes in Equity

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

Particulars	Reserves and surplus					Share application money	Other comprehensive income		Total equity attributable to the owners of the Company	Non-controlling interests	Total
	Securities premium	Capital redemption reserve	General reserve	Share options outstanding reserve	Retained earnings		Remeasurement of defined benefit plans (net of tax)	Foreign currency translation reserve			
Profit for the year	-	-	-	-	6,985.26	-	-	-	6,985.26	-	6,985.26
Received on exercise of employee stock options	-	-	-	-	-	24.88	-	-	24.88	-	24.88
Other comprehensive income	-	-	-	-	-	-	(11.97)	565.84	553.87	-	553.87
Issue of equity shares on exercise of employee stock options	24.83	-	-	-	-	(24.88)	-	-	(0.05)	-	(0.05)
Transfer to securities premium on exercise of employee stock options	13.32	-	-	(13.32)	-	-	-	-	-	-	-
Dividend on equity shares (refer note 16)	-	-	-	-	(3,295.03)	-	-	-	(3,295.03)	-	(3,295.03)
As at March 31, 2025	**19,330.44**	**33.44**	**31.22**	**0.52**	**71,568.71**	**-**	**(135.12)**	**513.44**	**91,342.65**	**-**	**91,342.65**

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Consolidated Statement of Cash Flows

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from operating activities		
Profit before tax	10,626.58	11,325.42
Adjustments for:		
Depreciation and amortisation expense	3,778.74	3,445.66
Allowance for credit losses	7.71	138.36
Other assets written-off	18.24	-
Bad debts written-off	38.52	75.85
Finance costs	420.00	217.90
Customer claim liability reversal	(89.20)	-
Unrealised foreign exchange loss/(gain), net	0.10	(129.72)
Gain on sale of investments	(12.27)	(3.48)
Loss/(Gain) on disposal of property, plant and equipment, net	0.32	(2.49)
Interest income	(2,042.78)	(1,506.05)
Changes in operating assets and liabilities:		
Trade receivables	422.88	(3,249.55)
Inventories	(199.18)	6,660.77
Other assets	(1,642.88)	(50.98)
Trade payables and other financial liabilities	269.03	(3,788.70)
Provisions and other liabilities	1,089.52	(103.53)
Cash generated from operations	**12,685.33**	**13,029.46**
Income taxes paid, net	(3,538.03)	(3,061.49)
Net cash generated from operating activities (A)	**9,147.30**	**9,967.97**
Cash flows from investing activities		
Purchase of property, plant and equipment	(3,845.42)	(3,899.30)
Proceeds from disposal of property, plant and equipment	3.38	7.67
Purchase of other intangible assets	(96.24)	(83.26)
Purchase of investments	(4,979.75)	(2,649.87)
Proceeds from sale of investments	4,992.02	2,653.35
Deposits with banks and others, net	19,408.44	(4,750.65)
Interest received	1,564.93	1,370.51
Consideration paid for the acquisition of subsidiaries*	-	(10,217.56)

Consolidated Statement of Cash Flows
for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Net cash generated from/ (used in) investing activities (B)	**17,047.36**	**(17,569.11)**
Cash flows from financing activities		
Proceeds from the exercise of employee stock option	24.88	5.26
Proceeds from borrowings	52.83	210.28
Repayment of borrowings	(628.24)	(7,773.06)
Payment towards principal portion of lease liabilities	(183.40)	(180.53)
Finance costs paid (including interest on lease liabilities)	(305.95)	(256.11)
Dividend paid	(3,294.88)	-
Net cash used in financing activities (C)	**(4,334.76)**	**(7,994.16)**
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	**21,859.90**	**(15,595.30)**
Effect of exchange differences on cash and cash equivalents held in foreign currency	131.31	77.23
Cash and cash equivalents at the beginning of the year	3,570.88	19,088.95
Cash and cash equivalents at the end of the year (refer note 12)	**25,562.09**	**3,570.88**

*Net of cash acquired, ₹95.63 million during the previous year
The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

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DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

1. Group information

Gland Pharma Limited (the 'Company' or the 'Holding Company' or the 'Parent Company') is a public limited company domiciled in India and was incorporated on March 20, 1978 under the provisions of the Companies Act applicable in India, having Corporate Identification Number L24239TG1978PLC002276. The registered office of the Company is located at Sy No. 143-148,150,151, Near Gandimaisamma X Roads, D.P.Pally, Dundigal, Dundigal - Gandimaisamma Mandal, Hyderabad, Medchal – Malkajgiri district, Telangana, 500043.

The Group is primarily engaged in manufacturing injectable formulations. The Company's shares are listed on BSE Limited and National Stock Exchange of India Limited. These consolidated financial statements comprise the financial statements of the Company and its subsidiaries (collectively the 'Group').

For details regarding subsidiaries of the Group, (refer note 37).

The consolidated financial statements were approved for issue in accordance with a resolution of the Board of Directors on May 20, 2025.

2. Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read together the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The consolidated financial statements have been prepared on a historical cost convention, except for certain financial assets, financial liabilities and share-based payments which are measured at fair value. The consolidated financial statements are presented in Indian Rupees Millions, except when otherwise indicated.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.1 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at March 31, 2025. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure:

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full, on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Recognise that distribution of shares of subsidiary to the Company in Company's capacity as owners
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or transferred directly to retained earnings, if required by other Ind ASs as would be required if the Group had directly disposed of the related assets or liabilities

2.2 Summary of material accounting policies

(a) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS 117 – Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

(b) Current versus non-current classification

The Group presents assets and liabilities in the Balance Sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle

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- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

(c) Foreign currencies

The consolidated financial statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Foreign operations

Foreign exchange gains and losses arising from a monetary item receivable from a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of the net investment in the foreign operation and are recognised in OCI and presented within equity as a part of foreign currency translation reserve("FCTR").

In case of foreign operations whose functional currency is different from the parent company's functional currency, the assets and liabilities of such foreign operations, including goodwill and fair value adjustments arising upon acquisition, are translated to the reporting currency at exchange rates at the reporting date. The income and expenses of such foreign operations are translated to the reporting currency at the monthly average exchange rates prevailing during the year. Resulting foreign currency differences are recognised in OCI and presented within equity as part of FCTR. When a foreign operation is disposed of, in part or in full, such that control, significant influence or joint control is lost, the relevant amount in the FCTR is transferred to the Consolidated Statement of Profit and Loss.

(d) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 : Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's chief financial officer determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Group engages third party qualified valuers to perform the valuation. Any change in the fair value of each asset and liability is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(e) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of products

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer and is net of trade discounts, sales returns and goods and services tax (GST), where applicable, and the additional amount of profit share in case of exclusive arrangement, is recognised based on the terms of the agreement entered into with the customers, in the period when the collectability of the profit share becomes probable and a reliable measure of the profit share is available. Revenue includes shipping and handling costs billed to the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The point at which control passes is determined based on the terms and conditions by each customer arrangement, but generally occurs on dispatch to the customer.

Profit share revenues

The Company from time to time enters into marketing arrangements with certain customers for the sale of its products in certain markets. Under such arrangements, the Company sells its products to the customers at a non-refundable base price agreed upon in the arrangement and is also entitled to a profit share which is over and above the base price. The profit share is typically dependent on the customer's ultimate net sale proceeds or net profits, subject to any reductions or adjustments that are required by the terms of the arrangement. Such arrangements typically require the customer to provide confirmation of units sold and net sales or net profit computations for the products covered under the arrangement.

Revenue in an amount equal to the base price is recognised in these transactions upon dispatch of goods to the customer. An additional amount representing the profit share component on the dispatched goods is recognised as revenue only to the extent that it is highly probable that a significant reversal will not occur. At the end of each reporting period, the Company recognises the estimated variable consideration to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period.

Sale of services

Revenue from sale of dossiers/licenses/services is recognised in accordance with the terms of the relevant agreements and is net of goods and services tax (GST), where applicable as accepted and agreed with the customers.

These arrangements typically consist of an initial up-front payment on inception of the agreement and subsequent payments dependent on achieving certain milestones in accordance with the terms prescribed in the agreement. Non-refundable up-front amounts received in connection with these agreements are deferred and recognised over the period in which the Company has pending performance obligations. Milestone payments which are contingent on achieving certain milestones are recognised as revenues either on achievement of such milestones or over the performance period depending on the terms of the contract.

Contract balances

Contract assets

A contract asset is the right to consideration that is conditional upon factors other than the passage of time. A contract asset is recognised when the Group

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transfers goods or services to a customer before the customer pays consideration or before payment is due. Contract assets primarily relate to unbilled amounts and are classified as non-financial assets.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or the amount is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs its obligation under the contract.

Unearned Revenue

Unearned revenue is recognised when there are billings in excess of revenues. The billing schedules agreed with customers could include periodic performance-based payments and/or milestone-based progress payments. Invoices are payable within a contractually agreed credit period.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other income" in the Statement of Profit and Loss.

Export benefits, incentives and licenses

Export benefits on account of duty drawback and export promotion schemes are accrued and accounted in the period of export and are included in Other operating revenue.

(f) Business combinations and goodwill

Business combinations are accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the noncontrolling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

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

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

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

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

(g) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provision where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Services Taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of goods and service taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Balance Sheet.

(h) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses if any. Such cost includes purchase price net of discounts, if any including import duties and other non-refundable taxes or levies and directly

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attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance or extends its estimated useful life.

An item of property, plant and equipment and any significant part 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 derecognition 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.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management which are in line with Schedule II. The management has estimated, supported by independent assessment by professionals, the useful lives of the following classes of assets:

Asset	Useful lives estimated by the management (years)
Buildings	25-30
Tube wells	5
Plant and Equipment	8-20
Laboratory Equipment	10
Office Equipment	3-5
Furniture and fixtures	5-10
Vehicles	5-10
Computers	3-6

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial period end and adjusted prospectively, if appropriate.

(i) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of the carrying value of another asset.

Intangible assets are amortised over their estimated useful life on a straight-line basis as follows:

Asset	Useful lives
Customer relationship	15 years
Order backlog	20 months
Other intangibles	Over the period of the respective project

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.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no

future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition 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.

(j) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined on First in First Out (FIFO) basis.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials and packing material: Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Finished goods and work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs.
- Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Stores and spares and consumables are valued at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(k) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior periods. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at each reporting date and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

(l) Provisions, Contingent liabilities and Contingent assets

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of

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resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognised in the consolidated financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(m) Employee benefits

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognised in the period the employee renders the related service.

Post-Employment Benefits

Defined Contribution Plans

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises the contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined Benefit Plans

The Group operates a defined benefit gratuity and pension plans, the cost of providing benefits under the defined benefit plan is determined based on projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Other long-term employee benefits

Compensated absences

The Group treats accumulated leave as a long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on an actuarial valuation using the projected unit credit method at the period-end. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred.

Long service award

The Group also have obligations towards long service award for certain employees completing specified years of service. The benefit is discounted to determine its present value. The obligation is measured on the basis of an actuarial valuation using the projected unit credit method. Remeasurements are recognised in

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consolidated Statement of Profit and Loss in the period in which they arise.

(n) 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.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (e) Revenue recognition.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

Debts Instrument at amortised cost

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) 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.

This category is the most relevant to the Group. 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 profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's Balance Sheet) when:

a) the rights to receive cash flows from the asset have expired, or

b) the Group has transferred its rights to receive cash flows from the asset, and

i. the Group has transferred substantially all the risks and rewards of the asset, or

ii. the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the Balance Sheet at fair value with net changes in fair value recognised in the Statement of Profit and Loss.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Group recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables and borrowings including bank overdrafts.

Subsequent measurement

After initial recognition, Financial liabilities that are not held-for-trading and are not designated as at FVTPL are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or 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.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Reclassification of financial instruments

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date, which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(o) Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and term deposits, which are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

(p) Research and Development

Revenue expenditure on research and development is charged to Statement of Profit and Loss in the period in which it is incurred. Property, plant and equipment purchased for research and development is added to property, plant and equipment and depreciated in accordance with the policies of the Group.

(q) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Group by the weighted average number of Equity shares outstanding during the period plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

(r) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief executive officer is responsible for allocating resources and assessing the performance of the operating segments and accordingly is identified as chief operating decision maker.

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3 Property, plant and equipment

Particulars	Freehold Land	Buildings	Plant and machinery	Laboratory equipment	Research and Development equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Tubewells	Total
Gross carrying value											
As at April 1, 2023	**634.58**	**3,327.70**	**15,722.63**	**1,199.68**	**856.25**	**344.26**	**156.62**	**53.85**	**511.17**	**1.58**	**22,808.32**
Additions	2.57	273.36	3,115.67	269.12	144.35	13.24	8.98	1.97	58.64	-	3,887.90
Additions through business combinations (refer note 50)	8,705.72	2,343.42	7,732.51	262.40	-	9.93	1.12	0.32	38.88	-	19,094.30
Disposals	-	-	(15.33)	(1.24)	-	-	-	(2.23)	-	-	(18.80)
Foreign currency translation adjustments	(37.43)	(10.05)	(32.46)	(1.06)	-	(0.04)	-	-	(0.15)	-	(81.19)
As at March 31, 2024	**9,305.44**	**5,934.43**	**26,523.02**	**1,728.90**	**1,000.60**	**367.39**	**166.72**	**53.91**	**608.54**	**1.58**	**45,690.53**
Additions	-	290.63	4,204.63	215.94	163.50	14.33	4.33	53.02	85.54	-	5,031.92
Disposals/Transfer	(0.43)	-	(66.88)	31.36	(34.75)	(1.68)	-	(7.46)	-	-	(79.84)
Foreign currency translation adjustments	212.64	165.49	451.04	17.58	-	4.17	0.30	1.35	6.83	-	859.40
As at March 31, 2025	**9,517.65**	**6,390.55**	**31,111.81**	**1,993.78**	**1,129.35**	**384.21**	**171.35**	**100.82**	**700.91**	**1.58**	**51,502.01**
Accumulated depreciation											
As at April 1, 2023	-	734.43	5,125.00	507.78	292.22	169.61	93.87	28.72	270.17	1.51	7,223.31
Charge for the year	-	432.26	2,170.04	205.19	77.15	33.85	22.92	6.00	119.05	0.02	3,066.48
Disposals	-	-	(11.38)	(0.67)	-	-	-	(1.57)	-	-	(13.62)
Foreign currency translation adjustments	-	0.27	0.91	0.07	-	-	-	-	0.02	-	1.27
As at March 31, 2024	-	1,166.96	7,284.57	712.37	369.37	203.46	116.79	33.15	389.24	1.53	10,277.44
Charge for the year	-	498.02	2,379.41	241.08	85.94	33.09	21.98	7.37	140.24	0.02	3,407.15
Disposals/Transfer	-	-	(64.40)	7.69	(10.82)	(1.67)	-	(6.51)	-	-	(75.71)
Foreign currency translation adjustments	-	118.73	246.07	11.26	-	3.95	0.27	1.35	6.14	-	387.77
As at March 31, 2025	**-**	**1,783.71**	**9,845.65**	**972.40**	**444.49**	**238.83**	**139.04**	**35.36**	**535.62**	**1.55**	**13,996.65**
Net carrying value											
As at March 31, 2024	**9,305.44**	**4,767.47**	**19,238.45**	**1,016.53**	**631.23**	**163.93**	**49.93**	**20.76**	**219.30**	**0.05**	**35,413.09**
As at March 31, 2025	**9,517.65**	**4,606.84**	**21,266.16**	**1,021.38**	**684.86**	**145.38**	**32.31**	**65.46**	**165.29**	**0.03**	**37,505.36**

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4 Right-of-use assets

Movement in the carrying amount of right-of-use ('ROU') assets is as below:

Particulars	Category of ROU assets				
	Leasehold land	Vehicles	Buildings	Other equipment	Total
Cost					
As at April 1, 2023	11.41	-	-	-	11.41
Additions	-	105.35	-	73.32	178.67
Additions through business combinations (refer note 50)	-	36.71	8.76	479.92	525.39
Disposals	-	(17.29)	-	(14.78)	(32.07)
Foreign currency translation adjustments	-	(0.08)	(0.04)	(2.01)	(2.13)
As at March 31, 2024	**11.41**	**124.69**	**8.72**	**536.45**	**681.27**
Additions	26.74	73.79	-	-	100.53
Disposals	(11.41)	(12.31)	(8.81)	(87.29)	(119.82)
Foreign currency translation adjustments	-	3.95	0.09	11.89	15.93
As at March 31, 2025	**26.74**	**190.12**	**0.00**	**461.05**	**677.91**
Accumulated depreciation					
As at April 1, 2023	7.55	-	-	-	7.55
Charge for the year	1.80	24.20	1.59	164.71	192.30
Disposals	-	(13.54)	-	(14.78)	(28.32)
Foreign currency translation adjustments	-	0.01	-	0.13	0.14
As at March 31, 2024	**9.35**	**10.67**	**1.59**	**150.06**	**171.67**
Charge for the year	2.06	59.85	0.30	123.79	186.00
Disposals	(11.41)	(12.31)	(1.91)	(87.29)	(112.92)
Foreign currency translation adjustments	-	0.95	0.02	4.22	5.19
As at March 31, 2025	**-**	**59.16**	**0.00**	**190.78**	**249.94**
Net carrying value					
As at March 31, 2024	**2.06**	**114.02**	**7.13**	**386.39**	**509.60**
As at March 31, 2025	**26.74**	**130.96**	**-**	**270.27**	**427.97**

5 Details of Capital work in progress (CWIP)

Movement in CWIP

	As at March 31, 2025	As at March 31, 2024
Opening Balance	2,378.83	1,772.16
Additions	4,131.77	3,821.13
Additions through business combinations (refer note 50)	-	675.92
Foreign currency translation adjustments	26.92	(2.48)
Capitalised	(5,031.92)	(3,887.90)
Closing balance	**1,505.60**	**2,378.83**

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5 Details of Capital work in progress (CWIP) (Contd.)

CWIP - Ageing Schedule
As at March 31, 2025

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	988.01	483.21	30.70	3.68	1,505.60
Projects temporarily suspended	-	-	-	-	-
Total	**988.01**	**483.21**	**30.70**	**3.68**	**1,505.60**

As at March 31, 2024

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,695.85	282.31	124.88	275.79	2,378.83
Projects temporarily suspended	-	-	-	-	-
Total	**1,695.85**	**282.31**	**124.88**	**275.79**	**2,378.83**

As at March 31, 2025 and March 31, 2024, there are no projects which have exceeded its cost as compared to its original plan.

For capital work-in-progress, there are no projects whose completion is overdue as at March 31, 2025

For capital work-in-progress, projects whose completion was overdue as at March 31, 2024 are as under:

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
Replacement of cooling towers, Fontenay site	269.62	-	-	-	269.62
Others	6.17	-	-	-	6.17
Total	**275.79**	**-**	**-**	**-**	**275.79**

6 Goodwill

	As at March 31, 2025	As at March 31, 2024
Balance at beginning of the year	2,422.59	-
Additions through business combinations (refer note 50)	-	2,433.05
Foreign currency translation adjustments	59.41	(10.46)
Balance at end of the year	**2,482.00**	**2,422.59**

Impairment assessment of Goodwill:
The carrying amount of goodwill pertains to the acquisition of Phixen SAS Cash Generating Unit (CGU) during the previous year.

Goodwill is tested for impairment annually and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount. The Group generally uses discounted cash flow (DCF) method to determine the recoverable amount. The DCF method for the CGU is based on future cash flows using a terminal value growth rate of 2.5% (March 31, 2024 : 2.5%) and a pre-tax discount rate of 10.6% (March 31, 2024 : 10.3%) for periods beyond the forecast period of 4 years (March 31, 2024 : 5 years). Cash flow projections consider past experience and management's best estimates of future developments.

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The Group has not recorded any impairment loss for the year ended March 31, 2025 (March 31, 2024: Nil)

The discount rate represents the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and the risks specific to the asset for which future cash flow estimates have not been adjusted. The pre-tax discount rate is based on the estimated Weighted Average Cost of Capital (WACC) of the CGU, computed using the Capital Asset Pricing Model (CAPM). Terminal value growth rates consider external macroeconomic data and industry-specific trends.

6A Intangible assets

	Customer relationships	Order backlog	Others*	Total
Gross carrying value				
As at April 1, 2023	-	-	129.82	129.82
Additions	-	-	83.27	83.27
Additions through business combinations (refer note 50)	920.67	18.05	175.35	1,114.07
Disposals	-	-	-	-
Foreign currency translation adjustments	(3.96)	(0.08)	(0.71)	(4.75)
As at March 31, 2024	**916.71**	**17.97**	**387.73**	**1,322.41**
Additions	-	-	96.24	96.24
Disposals	-	-	-	-
Foreign currency translation adjustments	22.48	0.44	30.24	53.16
As at March 31, 2025	**939.19**	**18.41**	**514.21**	**1,471.81**
Accumulated amortisation				
As at April 1, 2023	-	-	13.21	13.21
Charge for the year	55.97	9.88	121.03	186.88
Disposals	-	-	-	-
Foreign currency translation adjustments	0.05	0.01	0.07	0.13
As at March 31, 2024	**56.02**	**9.89**	**134.31**	**200.22**
Charge for the year	61.72	8.17	115.70	185.59
Disposals	-	-	-	-
Foreign currency translation adjustments	2.27	0.35	26.36	28.98
As at March 31, 2025	**120.01**	**18.41**	**276.37**	**414.79**
Net carrying value				
As at March 31, 2024	**860.69**	**8.08**	**253.42**	**1,122.19**
As at March 31, 2025	**819.18**	**-**	**237.84**	**1,057.02**

*Other Intangible assets includes licenses

7 Other financial assets

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Term deposits with banks and financial institutions	-	6,545.00	3,960.00	2,000.00
Interest accrued, but not due on deposits with banks, financial institutions and others	-	14.13	976.20	484.19
Other receivables	-	-	-	35.15
	-	**6,559.13**	**4,936.20**	**2,519.34**

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8 Trade receivables

	As at March 31, 2025	As at March 31, 2024
Trade receivables - Unsecured		
Trade receivables from related parties (refer note 37)	1,126.62	752.96
Trade receivables from other parties	14,038.71	14,833.94
	15,165.33	15,586.90
Considered good, unsecured	**15,234.51**	**15,778.55**
Credit impaired	127.03	-
	15,361.54	**15,778.55**
Less: Allowance for credit losses	(196.21)	(191.65)
	15,165.33	**15,586.90**

Trade receivables - Ageing Schedule

As at March 31, 2025

	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	1,406.96	10,021.73	3,633.41	99.40	72.47	-	0.54	15,234.51
Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	57.10	-	69.93	-	-	127.03
Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-	-
Total	**1,406.96**	**10,021.73**	**3,690.51**	**99.40**	**142.40**	**-**	**0.54**	**15,361.54**
Less: Allowance for credit loss		-	-	-	-	-	-	(196.21)
Total Trade receivables								**15,165.33**

As at March 31, 2024

	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	1,185.00	10,952.21	3,375.80	152.98	98.46	9.70	4.40	15,778.55
Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-	-
Total	**1,185.00**	**10,952.21**	**3,375.80**	**152.98**	**98.46**	**9.70**	**4.40**	**15,778.55**
Less: Allowance for credit loss								(191.65)
Total Trade receivables								**15,586.90**

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8 Trade receivables (Contd.)

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person, nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

For terms and conditions relating to related party receivables, refer note 37.

Trade receivables are non-interest bearing and are generally on terms of 30 - 120 days.

The details of changes in allowance for credit losses is as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	191.65	586.88
Additions through business combinations	-	312.94
Provision made/reversed during the year, net	7.71	138.36
Trade receivables written off during the year	(6.21)	(845.03)
Foreign currency translation adjustments	3.06	(1.50)
Balance at the end of the year	**196.21**	**191.65**

9 Tax assets, net

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Advance income tax, net	274.62	274.94	-	-
	274.62	**274.94**	**-**	**-**

10 Other assets

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good)				
Capital advance	310.97	408.50	-	-
Security deposits	233.81	185.09	1.00	0.91
Advances to employees	-	-	9.95	9.92
Advances for material supplies and services	-	-	481.16	210.97
Prepaid expenses	44.27	56.81	392.40	384.65
Contract asset[@]	-	-	1,341.54	895.17
Export rebate claims receivable	-	-	48.93	38.75
Export incentives receivable	-	-	81.00	83.33
Balance with statutory/ government authorities	57.52	325.80	2,957.60	1,774.89
	646.57	**976.20**	**5,313.58**	**3,398.59**

[@]Includes amount receivable from related parties of ₹ Nil (March 31, 2024: ₹ 79.50) (refer note 37)

No advances are due from directors or other officers of the Company or any of them either severally or jointly with any other persons or from firms or private companies respectively in which any director is a partner or a director or a member.

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11 Inventories

	As at March 31, 2025	As at March 31, 2024
(valued at lower of cost and net realisable value)		
Raw materials and components*	5,257.18	4,590.02
Packing materials**	5,135.96	4,654.43
Finished goods***	943.31	866.21
Work-in-progress	4,366.17	5,432.52
Stores and spares****	1,149.56	1,009.19
	16,852.18	**16,552.37**

*Includes goods-in-transit of ₹ 59.16 (March 31, 2024: ₹ 18.86)

**Includes goods-in-transit of ₹ 75.25 (March 31, 2024: ₹ 107.80)

***Includes stock-in-trade of ₹ 44.17 (March 31, 2024: ₹ 46.61)

****Includes goods-in-transit of ₹ 1.84 (March 31, 2024: ₹ 0.07)

The Group has recorded inventory write-down of ₹ 1,210.65 (March 31, 2024: ₹1,014.50). This is included as part of cost of materials consumed and changes in inventories of finished goods, work-in-progress and stock-in-trade in the statement of profit and loss, as the case may be.

12 Cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
Cash on hand	0.17	0.11
Balances with banks		
In current and deposit accounts[(1)]	23,561.92	3,570.77
Others		
Deposits with financial institutions	2,000.00	-
	25,562.09	**3,570.88**
The above includes:		
Balance in unclaimed dividend account	0.15	-
Deposits with more than 12 months maturity	19,208.90	-

The deposits maintained by the Group with banks and financial institutions comprises of term deposits, which can be withdrawn by the Group at any point without prior notice or penalty on the principal.

13 Bank balances other than cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
In deposit accounts[(1)]	-	14,823.44
	-	**14,823.44**

[(1)] Includes balances with banks of ₹ 4.90 (March 31, 2024: ₹ 1,006.82) held as margin money deposits against guarantees.

Breakup of financial assets

	As at March 31, 2025	As at March 31, 2024
Valued at amortised cost :		
Term deposits, interest accrued thereon and others	4,936.20	9,078.47
Trade receivables	15,165.33	15,586.90
Cash and cash equivalents	25,562.09	3,570.88
Bank balances other than cash and cash equivalents	-	14,823.44
Total financial assets	**45,663.62**	**43,059.69**

Notes to the consolidated financial statements

for the year ended March 31, 2025
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14 Share capital

	As at March 31, 2025	As at March 31, 2024
Authorised:		
500,000,000 (March 31, 2024: 500,000,000) equity shares of ₹ 1 each	500.00	500.00
0.001 % 5,100,000 (March 31, 2024: 5,100,000) compulsorily convertible non cumulative preference shares of ₹ 10 each	51.00	51.00
0.001 % 1,200,000 (March 31, 2024: 1,200,000) redeemable convertible non cumulative preference shares of ₹ 10 each	12.00	12.00
Equity share capital:	**563.00**	**563.00**
Issued, subscribed and fully paid up shares		
164,756,423 (March 31, 2024: 164,710,523) equity shares of ₹ 1 each	164.76	164.71
	164.76	**164.71**

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	164,710,523	164.71	164,700,823	164.70
Add: Issue of shares	-	-	-	-
Add: Shares issued on exercise of employee stock option (refer note 36)	45,900	0.05	9,700	0.01
	164,756,423	**164.76**	**164,710,523**	**164.71**

(b) Terms / rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The Company has proposed an amount of ₹ 2,965.62 towards dividend (March 31, 2024: ₹3,294.21).

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity and preference shares issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Fosun Pharma Industrial Pte. Ltd., Singapore (Holding Company)	85,393,934	85.39	95,293,934	95.29
	85,393,934	**85.39**	**95,293,934**	**95.29**

(d) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	% holding	No. of Shares	% holding
Fosun Pharma Industrial Pte. Ltd., Singapore	85,393,934	51.83%	95,293,934	57.86%
Mirae Asset Mutual Fund	11,173,227	6.78%	10,201,140	6.19%
HDFC Mutual Fund	10,813,759	6.56%	5,075,035	3.08%
Nippon India Mutual Fund	10,008,099	6.07%	9,109,149	5.53%

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownership of shares.

Notes to the consolidated financial statements

for the year ended March 31, 2025
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14 Share capital (Contd.)

(e) Information regarding issue of shares in the last five years

The Company has not issued any shares without payment being received in cash
The Company has not issued any bonus shares
The Company has not undertaken any buy-back of shares

(f) Shares reserved for issue under options

During the year ended March 31, 2020, the Company has instituted "the Gland Pharma Employee Stock Option Scheme 2019" ('ESOP Scheme 2019') pursuant to approval of the "Gland Pharma Employee Stock Option Plan 2019" ('Plan'). (refer note 36)

(g) Details of shares held by promoters

As at March 31, 2025
Equity shares of ₹ 1 each fully paid :

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Fosun Pharma Industrial Pte. Ltd., Singapore	95,293,934	(9,900,000)	85,393,934	51.83%	-10.39%
Total	**95,293,934**	**(9,900,000)**	**85,393,934**	**51.83%**	**-10.39%**

As at March 31, 2024
Equity shares of ₹ 1 each fully paid :

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Fosun Pharma Industrial Pte. Ltd., Singapore	95,293,934	-	95,293,934	57.86%	0.00%
Total	**95,293,934**	**-**	**95,293,934**	**57.86%**	**0.00%**

15 Other equity

	As at March 31, 2025	As at March 31, 2024
Securities premium		
Balance at the beginning of the year	19,292.29	19,284.23
Add: Amount received towards Securities premium for stock option exercised	24.83	5.25
Add: Amount transferred from Share options outstanding reserve on account of exercise of stock options	13.32	2.81
Balance at the end of the year	**19,330.44**	**19,292.29**
Capital redemption reserve		
Balance at the beginning of the year	33.44	33.44
Balance at the end of the year	**33.44**	**33.44**
General reserve		
Balance at the beginning of the year	31.22	31.22
Balance at the end of the year	**31.22**	**31.22**
Share options outstanding reserve		
Balance at the beginning of the year	13.84	16.65
Less: Exercise of stock options	(13.32)	(2.81)
Balance at the end of the year	**0.52**	**13.84**

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for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

15 Other equity (Contd.)

	As at March 31, 2025	As at March 31, 2024
Retained earnings		
Balance at the beginning of the year	67,878.48	60,153.88
Add: Profit for the year	6,985.26	7,724.60
Less: Dividend on equity shares	(3,295.03)	-
Balance at the end of the year	**71,568.71**	**67,878.48**
Share application money		
Balance at the beginning of the year	-	-
Add: Money received for the year	24.88	5.26
Less: Allotment of Equity shares on exercise of stock options	(24.88)	(5.26)
Balance at the end of the year	**-**	**-**
Other comprehensive income		
Items recognised directly in Other comprehensive income		
Balance at the beginning of the year	(175.55)	(96.90)
Foreign currency translation reserve	565.84	(59.80)
Re-measurement loss on employee defined benefit plans, net of tax	(11.97)	(18.85)
Balance at the end of the year	**378.32**	**(175.55)**
	91,342.65	**87,073.72**

Nature and purpose of reserves

Securities premium
Securities premium is used to record the premium on issue of shares and can be utilised in accordance with the provisions of the Companies Act, 2013.

Capital redemption reserve
Capital redemption reserve represents the amount of profits transferred from general reserve for the purpose of redemption of preference shares or for the buy back of shares.

General reserve
Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid up share capital of the Company for that year, then the total dividend distribution is less than total distributable reserve for that year. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of net profit to general reserve has been withdrawn. However the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of the Companies Act, 2013.

Share options outstanding reserve
The share options outstanding reserve is used to record the fair value of equity-settled, share-based payment transactions with employees. The amounts recorded in share options outstanding reserve are transferred to securities premium, upon exercise of stock options, and transferred to general reserve on account of stock options not exercised by employees.

Share application money
Money received as advance towards allotment of share capital is recorded as share application money pending allotment.

Foreign currency translation reserve
Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed-off.

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

16 Dividends

	For the year ended March 31, 2025	For the year ended March 31, 2024
Dividends paid on equity shares:		
Dividend paid for the year ended on March 31, 2025: ₹ 20 (March 31,2024: ₹ Nil) per share	3,295.03	-
	3,295.03	**-**
Proposed dividends on equity shares:		
Proposed dividend for the year ended on March 31, 2025: ₹ 18 (March 31,2024: ₹ 20) per share	2,965.62	3,294.21
	2,965.62	**3,294.21**

The Board of Directors of the Company at its meeting held on May 20, 2025 has recommended a final dividend of ₹18 per equity share (face value of ₹1 each) which is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

17 Borrowings

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Unsecured				
Deferred sales tax loan	11.09	25.51	14.42	7.10
Bank overdraft	-	-	91.47	88.83
Term loans from banks	629.11	902.78	340.34	454.11
Factoring (refer note 41)	-	-	1,469.27	1,582.38
Others	136.44	137.11	-	-
	776.64	**1,065.40**	**1,915.50**	**2,132.42**

Deferred sales tax is interest free and payable in 14 yearly unequal installments starting from October 2012, as per the sales tax deferment scheme. The last installment is payable in 2026-27.

Term loans have been taken from various banks with interest rates ranging from 1.10% to 5.25%, EURIBOR 3 months + 1.6%, EURIBOR 3 months + 2%, and IRS 8 years + 3%. These loans are repaid on a monthly and quarterly basis, with maturity periods ranging from 2025 to 2031.

18 Trade payables

	As at March 31, 2025	As at March 31, 2024
Valued at amortised cost		
Trade payables to related parties (refer note 37)	78.13	30.31
Trade payables to other parties	8,125.97	7,647.18
	8,204.10	**7,677.49**

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 30-120 day terms.

For terms and conditions relating to related party payables, refer note 37.

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

18 Trade payables (Contd.)

Trade payables - Ageing Schedule

As at March 31, 2025

	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues	6,322.96	1,492.92	136.98	79.43	171.81	8,204.10
Disputed dues	-	-	-	-		-
Total	**6,322.96**	**1,492.92**	**136.98**	**79.43**	**171.81**	**8,204.10**

As at March 31, 2024

	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues	4,860.82	1,833.57	327.67	217.17	438.26	7,677.49
Disputed dues	-	-	-	-	-	-
Total	**4,860.82**	**1,833.57**	**327.67**	**217.17**	**438.26**	**7,677.49**

19 Lease liabilities

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 204
Lease liabilities (refer note 44)	294.87	346.79	150.32	177.05
	294.87	**346.79**	**150.32**	**177.05**

20 Other financial liabilities

	Current	
	As at March 31, 2025	As at March 31, 2024
Capital creditors	39.49	85.10
Trade deposits payable	7.50	7.50
Unclaimed dividend	0.15	-
Employee benefits payable^*	1,063.19	949.43
	1,110.33	**1,042.03**

^During the current year, the Group reassessed the nature and classification of certain accruals and payables relating to employee benefits and has classified these as Employee benefits payable under other financial liabilities. Accordingly, the comparative figures for the previous year have been regrouped from trade payables to conform to the current year's presentation. This reclassification has no impact on the total liabilities or profit for the periods presented.

*Includes amount payable to related parties of ₹ 23.95 (March 31, 2024: ₹ 8.12) (refer note 37)

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

20 Other financial liabilities (Contd.)

Breakup of financial liabilities

	As at March 31, 2025	As at March 31, 2024
Valued at amortised cost		
Non current borrowings	776.64	1,065.40
Trade payables	8,204.10	7,677.49
Short-term borrowings (including Current maturities of non-current borrowings)	1,915.50	2,132.42
Capital creditors	39.49	85.10
Trade deposits payable	7.50	7.50
Unclaimed dividend	0.15	-
Employee benefits payable	1,063.19	949.43
Lease liabilities - Non Current	294.87	346.79
Lease liabilities - Current	150.32	177.05
Total financial liabilities	**12,451.76**	**12,441.18**

Changes in liabilities arising from financing activities:

	Borrowings		Lease liabilities	
	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Balance	3,197.82	38.21	523.84	6.32
Additions	-	-	100.53	178.67
Additions through business combinations (refer note 50)	-	11,099.51	-	525.39
Deletions	-	-	-	(3.90)
Interest	354.13	197.24	19.86	20.66
Financing cash flows, net	(575.41)	(7,562.78)	(203.26)	(201.19)
Foreign currency translation adjustments	(284.40)	(574.36)	4.22	(2.11)
Closing Balance	**2,692.14**	**3,197.82**	**445.19**	**523.84**

21 Provisions

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits and others				
Provision for gratuity (refer note 35)	79.65	79.48	-	-
Provision for pension (refer note 35)	1,065.38	994.36	-	-
Provision for long service award	166.16	170.88	-	-
Provision for compensatory absences	148.72	127.40	405.52	389.78
Provision for customer claims	-	-	103.23	199.29
	1,459.91	**1,372.12**	**508.75**	**589.07**

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

22 Deferred tax assets and liabilities

	As at March 31, 2025	As at March 31, 2024
Deferred tax liability relating to		
Property, plant and equipment and intangible assets	2,237.85	2,267.51
Interest accrued on inter corporate loan	-	16.50
	2,237.85	**2,284.01**
Offsetting of deferred tax assets with deferred tax liabilities	(89.78)	(82.78)
	2,148.07	**2,201.23**
Deferred tax asset relating to		
Provision for employee benefits	401.71	374.57
Allowance for credit losses	17.89	15.95
Leases	3.16	1.89
Tax loss carry forwards	186.91	193.66
Other temporary differences	0.79	1.08
	610.46	**587.15**
Offsetting of deferred tax assets with deferred tax liabilities	(89.78)	(82.78)
	520.68	**504.37**
Deferred tax liabilities / (assets), net	**1,627.39**	**1,696.86**

Deferred tax (assets)/ liabilities:

For the year ended March 31, 2025:

	Opening balance	Additions through business combinations	Recognised in statement of profit and loss	Recognised in other comprehensive income	Foreign currency translation adjustments	Closing balance
Property, plant and equipment and intangible assets	2,267.51	-	(55.11)	-	25.45	2,237.85
Interest accrued on inter corporate loan	16.50	-	(16.73)	-	0.23	(0.00)
Provision for employee benefits	(374.57)	-	(15.56)	(3.83)	(7.75)	(401.71)
Allowance for credit losses	(15.95)	-	(1.94)	-	-	(17.89)
Leases	(1.89)	-	(0.71)	-	(0.56)	(3.16)
Tax loss carry forwards	(193.66)	-	11.33	-	(4.58)	(186.91)
Other temporary differences	(1.08)	-	0.31	-	(0.02)	(0.79)
Deferred tax liabilities, net	**1,696.86**	**-**	**(78.41)**	**(3.83)**	**12.77**	**1,627.39**

For the year ended March 31, 2024:

	Opening balance	Additions through business combinations (refer note 50)	Recognised in statement of profit and loss	Recognised in other comprehensive income	Foreign currency translation adjustments	Closing balance
Property, plant and equipment and intangible assets	1,069.17	1,239.90	(35.63)	-	(5.93)	2,267.51
Interest accrued on inter corporate loan	-	-	16.38	-	0.12	16.50
Provision for employee benefits	(78.82)	(283.93)	(6.67)	(6.34)	1.19	(374.57)
Allowance for credit losses	(147.70)	-	131.75	-	-	(15.95)
Leases	(0.62)	-	(1.76)	-	0.49	(1.89)
Tax loss carry forwards	-	(183.23)	-	-	(10.43)	(193.66)
Other temporary differences	-	(51.81)	39.27	-	11.46	(1.08)
Deferred tax liabilities, net	**842.03**	**720.93**	**143.34**	**(6.34)**	**(3.10)**	**1,696.86**

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23 Current tax liabilities, net

	As at March 31, 2025	As at March 31, 2024
Income tax (net of advance tax and tax deducted at source)	736.88	516.37
	736.88	**516.37**

24 Other liabilities

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Statutory dues	-	-	1,103.03	991.52
Advances from customers	-	-	1,501.78	516.33
Liability towards Corporate Social Responsibility	-	-	-	3.67
Unearned revenue	413.85	404.86	417.76	337.42
Others	-	-	-	0.26
	413.85	**404.86**	**3,022.57**	**1,849.20**

25 Revenue from operations

	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from contract with customers		
- Revenue from sale of goods	41,778.87	40,778.21
- Revenue from sale of services	14,057.39	15,639.11
(A)	**55,836.26**	**56,417.32**
Other operating income		
- Export incentives	261.22	229.90
- Compensation and Claims*	67.56	-
(B)	**328.78**	**229.90**
(A+B)	**56,165.04**	**56,647.22**

*Includes other operating income amounting to ₹ 67.56 (March 31, 2024: ₹ Nil) related to settlement for a product pursuant to a confidential settlement agreement.

25A Revenue from contract with customers:

Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers, excluding other operating income

	For the year ended March 31, 2025	For the year ended March 31, 2024
USA	27,335.72	26,878.10
Europe	10,225.10	10,528.02
India	4,504.03	5,649.81
Canada	1,574.26	890.27
Australia	742.94	626.45
New Zealand	77.23	28.17
Rest of World (ROW)	11,376.98	11,816.50
Total	**55,836.26**	**56,417.32**
Timing of revenue recognition		
Goods and services transferred		
- Over time	14,057.39	15,639.11
- At a point of time	41,778.87	40,778.21
Total	**55,836.26**	**56,417.32**

Notes to the consolidated financial statements

for the year ended March 31, 2025
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25A Revenue from contract with customers: (Contd.)

Contract balances

	As at March 31, 2025	As at March 31, 2024
Trade receivables	15,165.33	15,586.90
Contract assets	1,341.54	895.17
Contract liabilities	2,333.39	1,258.61

Contract liabilities represents the Group's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

Refund Liabilities

	As at March 31, 2025	As at March 31, 2024
Arising from development agreements	-	-
	-	**-**

Refund liability is accounted when the Group receives consideration from a customer and expects to refund some or all of that consideration to the customer. In development agreements where the Group's consideration is contingent on obtaining US FDA approvals within a specific time period, the consideration is refundable if the approvals fails, irrespective of whether the Group is at default or not.

Significant change in contract liabilities is explained as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	1,258.61	760.42
Revenue recognised during the year	(1,258.61)	(760.42)
Contract liabilities recognised during the year	2,333.39	1,258.61
Balance at the end of the year	**2,333.39**	**1,258.61**
Expected revenue recognition from remaining performance obligations		
- within one year	2,333.39	1,258.61

Significant change in refund liabilities is explained as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	-	17.33
Amount utilised during the year	-	(17.33)
Balance at the end of the year	**-**	**-**

26 Other income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on		
- Term deposits with banks and financial institutions	2,033.09	1,500.16
- Others	9.69	5.89
Foreign exchange gain, net	2.63	106.05
Gain on disposal of property, plant and equipment, net	-	2.49
Insurance claim	-	31.08
Gain on sale of investments	12.27	3.48
Miscellaneous income	78.40	53.20
	2,136.08	**1,702.35**

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(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

27 Cost of materials consumed

	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw materials and packing materials		
Inventory at the beginning of the year	9,244.45	13,539.92
Additions through business combination	-	1,313.09
Foreign currency translation adjustments	42.48	(5.24)
Purchases	20,831.00	14,618.05
	30,117.93	**29,465.82**
Inventory at the end of the year	(10,393.14)	(9,244.45)
	19,724.79	**20,221.37**

28 Changes in inventories of finished goods, stock-in-trade and work-in-progress

	For the year ended March 31, 2025	For the year ended March 31, 2024
Inventories at the end of the year		
Finished goods	899.14	819.60
Work-in-progress	4,366.17	5,432.52
Stock-in-trade	44.17	46.61
	5,309.48	**6,298.73**
Additions through business combination		
Finished goods	-	764.36
Work-in-progress	-	1,321.20
	-	**2,085.56**
Inventories at the beginning of the year		
Finished goods	819.60	822.32
Work-in-progress	5,432.52	4,614.65
Stock-in-trade	46.61	64.36
	6,298.73	**5,501.33**
Net movement	989.25	1,288.16
Foreign currency translation adjustment	44.89	(9.31)
	1,034.14	**1,278.85**

29 Employee benefits expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries, wages and bonus	10,629.53	9,545.96
Contribution to provident and other funds	2,673.34	2,360.48
Gratuity expense (refer note 35)	81.08	81.18
Pension expenses (refer note 35)	197.05	161.55
Long service award	-	22.58
Staff welfare expenses	434.61	397.18
	14,015.61	**12,568.93**

Notes to the consolidated financial statements

for the year ended March 31, 2025
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30 Other expenses

	For the year ended March 31, 2025	For the year ended March 31, 2024
Stores consumed	484.89	581.92
Rent (refer note 44)	104.34	99.24
Repairs and maintenance:		
- Plant and machinery	1,142.30	978.01
- Buildings	162.73	167.15
- Other	420.92	363.17
Rates and taxes	711.57	613.30
Quality control expenses	928.16	861.36
Research and development consumables	332.84	320.32
Legal and professional charges	715.25	943.26
Carriage outwards	232.43	190.78
Insurance	309.88	290.22
Printing and stationery	39.96	40.93
Travelling and conveyance	73.90	95.72
Selling and business promotion expenses	33.08	46.05
Sales commission	9.31	137.81
Postage and courier	0.77	2.48
Telephone expenses	10.80	11.53
Payment to auditors*:		
Audit fees	96.74	74.64
Certifications fees and others	0.15	0.48
Out of pocket expenses	2.80	1.82
Allowance for credit losses	7.71	138.36
Bad debts written-off, net	38.52	75.85
Other assets written-off	18.24	-
Loss on disposal of property, plant and equipment, net	0.32	-
Corporate social responsibility expenditure	271.61	266.73
Miscellaneous expenses	415.62	415.64
	6,564.84	**6,716.77**

*Includes ₹3.99 paid to erstwhile auditors during the previous year

31 Finance costs

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on debts and borrowings	133.79	126.30
Interest on lease liabilities (refer note 44)	19.86	20.66
Bank charges	46.01	44.10
Interest expense on others*	220.34	70.94
	420.00	**262.00**

* Includes interest relating to GST matter amounting to ₹ 180.13 (March 31, 2024: ₹ Nil)

32 Depreciation and amortisation expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation on property, plant and equipment	3,407.15	3,066.48
Depreciation on right-of-use assets (refer note 44)	186.00	192.30
Amortisation on intangible assets	185.59	186.88
	3,778.74	**3,445.66**

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

33 Tax expense

(a) Income tax expense:

The major components of income tax expenses for the year ended March 31, 2025 and March 31, 2024 are :

Profit or loss section

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current tax	3,709.80	3,492.99
Deferred tax credit	(78.41)	143.34
Adjustment of current income tax relating to earlier years	9.93	(35.51)
Total income tax expense recognised in Statement of profit and loss	**3,641.32**	**3,600.82**

OCI Section

	For the year ended March 31, 2025	For the year ended March 31, 2024
Deferred tax credit on remeasurement of defined benefit plans	(3.83)	(6.34)
Income tax charged to OCI	**(3.83)**	**(6.34)**

(b) Reconciliation of effective tax rate:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit before tax (A)	10,626.58	11,325.42
Enacted tax rate in India (B)	25.168%	25.168%
Expected tax expenses (C = A*B)	**2,674.50**	**2,850.38**
Tax effect of:		
Non-deductible expenses	70.82	104.50
Income not chargeable to tax	(53.59)	(48.93)
Tax losses for which no deferred tax asset is recognised	1,033.22	762.65
Adjustment for taxes with respect to earlier years	9.93	(35.51)
Impact on deferred tax in relation to taxes of earlier years	-	25.70
Income tax deductions	(5.03)	-
Effect of difference between Indian tax rate and foreign tax rate	(72.49)	(53.75)
Deferred tax adjustments	(16.73)	-
Others, net	0.69	(4.22)
Total (D)	**966.82**	**750.44**
Expected tax expense (C+D)	3,641.32	3,600.82
Income tax expense	**3,641.32**	**3,600.82**
Effective tax rate	**34.27%**	**31.79%**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set-off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied.

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

34 Earnings per share (EPS)

The following reflects the income and share data used in the basic and diluted EPS computations:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit for the year attributable to equity shareholders (₹)	6,985.26	7,724.60
Weighted average number of equity shares for Basic EPS	164,744,598	164,702,188
Dilutive effect of stock options outstanding	1,249	31,063
Weighted average number of equity shares in for Diluted EPS	164,745,847	164,733,251
Face value of each equity share (₹)	1.00	1.00
Basic EPS (₹)	42.40	46.90
Diluted EPS (₹)	42.40	46.89

35 Employee benefits

I Post-employment benefits plans

Gratuity plan

The Company has a defined benefit gratuity plan and is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service is entitled to a gratuity on departure at 15 days salary for each completed year of service. The scheme is funded through a policy with Life Insurance Corporation (LIC). Provision for gratuity is based on actuarial valuation done by an independent actuary as at the year end. Each year, the Company reviews the level of funding in gratuity fund and decides its contribution. The Company aims to keep annual contributions relatively stable at a level such that the fund assets meets the requirements of gratuity payments in short to medium term.

Pension plans

For the subsidiary companies in France and Belgium, the Group has defined benefit retirement plans covering its employees. Pension provisions are recognised for obligations arising from benefit plans for old age, invalidity, and surviving dependents' benefits. Benefits vary according to the legal, tax, and economic circumstances prevailing in each relevant country and are usually based on the length of service and final salary of employees. The pension plan in France is unfunded, while the pension plan in Belgium is funded. The actuarial valuation of the present value of the defined benefit obligation has been carried out as at March 31, 2025.

These defined benefit plans relating to gratuity and pension plan expose the Group to actuarial risk which are set out below:

Investment risk: The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment in Government securities and debt instruments.

Interest rate risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the value of the plan's debt investments.

Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes to the consolidated financial statements
for the year ended March 31, 2025
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35 Employee benefits (Contd.)

The following tables summarises the status of the various defined benefit plan of the Group and the amount recognised in the Consolidated Balance Sheet and Consolidated Statement of Profit and Loss for :

Gratuity plan:

Net employee benefit expense (recognised in Employee benefits expense)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current service cost	75.40	69.88
Interest cost on net defined benefit liability	5.68	11.30
Net employee benefit expenses	**81.08**	**81.18**

Amount recognised in the Balance Sheet

	As at March 31, 2025	As at March 31, 2024
Defined benefit obligation	747.26	629.68
Fair value of plan assets	(667.61)	(550.20)
Net defined benefit liability	**79.65**	**79.48**

Changes in the present value of the defined benefit obligation

	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	629.68	538.46
Current service cost	75.40	69.88
Interest cost	44.99	39.14
Benefits paid	(44.27)	(45.61)
Net Actuarial loss/(gain) on obligation for the year recognised under OCI	41.46	27.81
Closing defined benefit obligation	**747.26**	**629.68**

Change in the fair value of plan assets

	As at March 31, 2025	As at March 31, 2024
Opening fair value of plan assets	550.20	383.94
Interest income	39.31	27.85
Contribution by employer	120.00	181.07
Benefits paid	(44.27)	(45.61)
Return on plan assets (excluding interest income)	2.37	2.95
Closing fair value of plan assets	**667.61**	**550.20**
Expected contribution in next year	159.29	145.97
Average duration of the defined benefit obligation at the end of reporting period, in years	5.00	5.00

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	As at March 31, 2025	As at March 31, 2024
Insurer managed fund	100%	100%

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

35 Employee benefits (Contd.)

Re-measurement adjustments:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Experience loss/(gain)	2.35	29.81
Return on plan assets (excluding interest income)	(2.37)	(2.95)
Actuarial loss/(gain) arising from changes in financial assumptions	20.85	4.80
Actuarial loss/(gain) arising from changes in demographic assumptions	18.26	(6.80)
Re-measurement loss / (gain) recognised in other comprehensive income	**39.09**	**24.86**

The principal assumptions used in determining gratuity for the Company's plans are shown below:

	As at March 31, 2025	As at March 31, 2024
Discount rate	6.55%	7.15%
Salary rise	12.00%	12.00%
Attrition rate	18.00%	20.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields / rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

Disclosure related to indication of effect of the defined benefit plan on the entity's future cash flows:
Expected benefit payments:

	As at March 31, 2025	As at March 31, 2024
1 year	117.38	110.72
2-5 years	416.61	391.80
6-10 years	300.66	243.84
>10 years	302.41	202.03

Sensitivity analysis:
The sensitivity of significant assumptions used for valuation of defined benefit obligation is as follows :

	As at March 31, 2025	As at March 31, 2024
(a) Effect of 1% change in assumed discount rate		
- 1% increase	708.68	600.50
- 1% decrease	789.94	661.62
(b) Effect of 1% change in assumed salary growth rate		
- 1% increase	787.38	659.89
- 1% decrease	710.15	601.47
(c) Effect of 50% change in assumed attrition rate		
- 50% increase	684.24	583.63
- 50% decrease	896.06	738.62

The sensitivity analysis is based on a change in a significant assumption, keeping all other assumptions constant. The sensitivity analysis may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.

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for the year ended March 31, 2025
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35 Employee benefits (Contd.)

Pension plans:
Net employee benefit expense (recognised in Employee benefits expense)

	For the year ended March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Current service cost	80.95	84.54	85.93	35.92
Interest cost on net defined benefit liability	0.04	31.52	0.47	39.23
Net employee benefit expenses	**80.99**	**116.06**	**86.40**	**75.15**

Amount recognised in the Balance Sheet

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Defined benefit obligation	368.51	1,032.84	302.43	953.01
Fair value of plan assets	(335.97)	-	(261.08)	-
Net defined benefit liability	**32.54**	**1,032.84**	**41.35**	**953.01**

Changes in the present value of the defined benefit obligation

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Opening defined benefit obligation	302.43	953.01	-	-
Liabilities assumed through business combinations	-	-	238.40	893.77
Current service cost	80.95	84.54	85.93	35.92
Interest cost	10.69	31.52	12.42	39.23
Plan participant contributions	9.34	-	12.97	-
Benefits paid	(0.19)	(53.89)	(30.09)	(23.53)
Curtailments	-	-	-	(9.83)
Net Actuarial loss/(gain)	(23.86)	(6.52)	(16.23)	21.25
Foreign currency translation adjustments	8.25	24.18	(0.97)	(3.80)
Others	(19.10)	-	-	-
Closing defined benefit obligation	**368.51**	**1,032.84**	**302.43**	**953.01**

Notes to the consolidated financial statements

for the year ended March 31, 2025
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35 Employee benefits (Contd.)

Change in the fair value of plan assets

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Opening fair value of plan assets	261.08	-	-	-
Assets acquired through business combinations	-	-	196.32	-
Interest income	10.65	-	11.95	-
Contribution by employer	73.90	53.89	77.53	23.53
Plan participant contributions	9.34	-	12.97	-
Benefits paid	(0.19)	(53.89)	(30.09)	(23.53)
Return on plan assets (excluding interest income)	(7.09)	-	(6.81)	-
Others	(19.10)	-	-	-
Foreign currency translation adjustments	7.38	-	(0.79)	-
Closing fair value of plan assets	**335.97**	**-**	**261.08**	**-**
Expected contribution in next year	78.98	33.37	90.93	35.28
Average duration of the defined benefit obligation at the end of reporting period, in years	19.50	10.55	20.80	10.95

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Insurer managed fund	100%	NA	100%	NA

Re-measurement adjustments:

	For the year ended March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Experience loss/(gain)	(15.34)	25.40	(24.10)	0.84
Return on plan assets (excluding interest income)	7.09	-	6.81	-
Actuarial loss/(gain) arising from changes in financial assumptions	(8.52)	(32.94)	7.87	20.41
Actuarial loss/(gain) arising from changes in demographic assumptions	-	1.02	-	-
Re-measurement loss / (gain) recognised in other comprehensive income	**(16.77)**	**(6.52)**	**(9.42)**	**21.25**

The principal assumptions used in determining Group's defined benefit plans are shown below:

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
Discount rate	4.12%	3.70%	3.65%	3.20%
Salary rise	3.50%	2.20%	3.60%	2.20%
Attrition rate	11.67%	1.63%	2.10%	2.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields / rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Group's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

Notes to the consolidated financial statements

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35 Employee benefits (Contd.)

Attrition rate indicated above represents the Group's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

Disclosure related to indication of effect of the defined benefit plan on the entity's future cash flows:
Expected benefit payments:

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
1 year	-	33.37	-	35.28
2-5 years	26.86	185.71	17.41	104.50
6-10 years	57.29	576.89	60.20	557.95
>10 years	-	3,408.11	-	3,443.75

Sensitivity analysis:
A quantitative sensitivity analysis of significant assumptions is as shown below:

	As at March 31, 2025		As at March 31, 2024	
	Pension plan Belgium	Pension plan France	Pension plan Belgium	Pension plan France
(a) Effect of 1% change in assumed discount rate				
- 1% increase	350.81	914.37	285.77	852.52
- 1% decrease	379.47	1,129.38	313.65	1,053.63
(b) Effect of 1% change in assumed salary growth rate				
- 1% increase	367.83	1,134.72	302.41	1,058.29
- 1% decrease	359.22	911.69	293.70	850.28
(c) Effect of 50% change in assumed attrition rate				
- 50% increase	353.46	999.00	288.13	931.71
- 50% decrease	380.30	1,033.63	314.95	964.01

The sensitivity analysis is based on a change in a significant assumption, keeping all other assumptions constant. The sensitivity analysis may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.

II Defined contribution plan

	For the year ended March 31, 2025	For the year ended March 31, 2024
Contribution to provident and other funds (refer note 29)	2,673.34	2,360.48

III Other long term employee benefits

Compensated absences

The Group provides for accumulation of compensated absences by certain categories of its employees. These employees can carry forward a portion of the unutilised compensated absences and utilise them in future periods or receive cash in lieu thereof as per the Group's policy. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The total liability recorded towards this benefit is ₹ 554.24 (March 31, 2024: ₹ 517.18).

Long service award

Long service award benefits accrue to employees during their service and are payable upon completion of stipulated periods. These awards are specifically for employees of the Group's French subsidiaries. The Group records an obligation for long service award in the period in which the employee renders the services that increases this entitlement. The total liability recorded towards this benefit is ₹ 166.16 (March 31, 2024: ₹ 170.88).

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36 Share-based payments

The Company instituted the Gland Pharma Employee Stock Option Scheme 2019 ('ESOP Scheme 2019') pursuant to approval of the Gland Pharma Employee Stock Option Plan 2019 ('Plan'). ESOP Scheme 2019 has been approved by special resolution on May 24, 2019 by the shareholders at the General meeting of the Company. The scheme is to grant options to eligible employees. The Compensation Committee of the Board, based on satisfaction of prescribed criteria like number of years of service of the employee, industry experience of the employee, grade or level of the employee etc.; identifies the employees eligible for the scheme. The maximum number of shares that may be issued pursuant to exercise of options granted to the participants under ESOP plan and the relevant notified scheme(s) shall not exceed 1,704,440 shares (after subdivision of equity shares). Out of 1,704,440 shares, the committee granted 1,549,500 shares on June 27, 2019 (grant date) to eligible employees.

The method of settlement under scheme is by issue of equity shares of the Company and there are no cash settlement alternatives for the employees. Each option comprises of one underlying equity share of ₹ 1/- each (after subdivision of equity shares). The said options shall vest as 40%, 30% and 30% over the variable period subject to satisfaction of Employee performance conditions specified in the Grant Letter.

The details of ESOP Scheme are summarised below (after subdivision of equity shares):

Grant	Grant date	Number of options granted	Exercise price	Weighted average fair value of option at grant date
1st Grant	June 27, 2019	1,549,500	542.00	248.46

Movement during the year

	For the year ended March 31, 2025		As at March 31, 2024	
	No. of shares	Weighted average exercise prices (WAEP)	No. of shares	Weighted average exercise prices (WAEP)
Outstanding as at beginning of year	47,700	-	57,400	-
Granted during the year	-	-	-	-
Exercised during the year	(45,900)	542	(9,700)	542
Lapsed during the year	-	-	-	-
Outstanding as at end of the year	1,800		47,700	
Weighted average remaining contractual life for the stock option outstanding as at reporting date (years)	Nil	-	Nil	-
Exercise price for options outstanding at the end of the year (₹)	-	542.00	-	542.00
Weighted average fair value of stock options excersied during the year (₹)	-	290.19	-	290.19

The Black Scholes valuation model has been used for computing the fair value of options on the grant date considering the following inputs :

Particulars	
Time to maturity (years)	1,2 and 3
Fair value price	677.50
Exercise price*	542.00
Option life (years)	3.00
Expected volatility (%)	30%
Risk–free interest rate (%)	7.35%
Expected dividends (%)	0%
Expected term based on vesting period (weighted average term of vesting period in years) **	1.5, 2.5 and 3.5

*As per ESOP Scheme 2019, the exercise price shall be at 20% discount to the market price, as determined at the time of grant.
** As per Employee Stock Option Scheme, the vested options can be exercised within prescribed tenure and so for the purpose of expected term it is assumed that exercise will happen at middle of exercise period.

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37 Related party disclosures

Names of related parties and description of relationship

Name of the related party	Relationship
Shanghai Fosun Pharmaceutical (Group) Co., Ltd., China*	Ultimate Controlling Company
Fosun Pharma Industrial Pte. Ltd., Singapore	Holding Company of Gland Pharma Limited

Subsidiary
Gland Pharma International Pte. Ltd., Singapore

Step-down subsidiaries
Gland Pharma USA Inc., USA
Phixen SAS, France(1)
Cenexi SAS, France(2)
Cenexi Services SAS, France(3)
Cenexi HSC SAS, France(2)
Cenexi 2 SASU, France(4)
Cenexi 3 SASU, France(4)
Cenexi Laboratories Thissen SA, Belgium(2)
Phineximmo SA, Belgium(2)
Manxen SAS, France(1)
Manxen 2 SAS, France(1)
Manxen 3 SAS, France(1)

Fellow subsidiaries#
Aton (Shanghai) Biotech Co., Ltd., China
Avanc Pharma Distribution Co., Ltd., China
Chongqing Carelife Pharmaceutical Co., Ltd., China
Fosun Pharma USA Inc., USA
Jiangsu Wanbang Helios International Trade Co. Ltd., China
Shanghai Henlius Biotech Inc., China
Suzhou Erye Pharmaceutical Co. Ltd., China
Tridem Pharma SAS, France
Tridem Pharma Tanzania Limited, Tanzania
Shanghai Fosun Pharmaceutical Industrial Development Co. Ltd, China
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd., China
(Formerly known as Wanbang Biopharmaceutical Company Limited, China)
Hunan Dongting Pharmaceutical Co.,Ltd, China

Key Management Personnel#

Srinivas Sadu	Managing Director and Chief Executive Officer (upto June 09, 2024)
	Executive Chairman and Chief Executive Officer (w.e.f. June 10, 2024 to January 15, 2025)
	Executive Chairman (w.e.f. January 16, 2025)
	Non-Executive Director at Gland Pharma International Pte Ltd. (w.e.f. June 10, 2024)
Shyamkant Giri	Chief Executive Offer (w.e.f. January 16, 2025)
Ravi Shekhar Mitra	Chief Financial Officer and
	Non-Executive Director at Gland Pharma International Pte Ltd. (upto June 10, 2024)

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37 Related party disclosures (Contd.)

Name of the related party	Relationship
Key Management Personnel#	
Satyanarayana Murthy Chavali	Independent Director and Non-Executive Director at Gland Pharma International Pte Ltd. (w.e.f. June 10, 2024)
Yiu Kwan Stanley Lau	Chairman and Independent Director (upto June 09, 2024)
P. Sampath Kumar	Company Secretary
Udo J. Vetter	Independent Director
Essaji Goolam Vahanvati	Independent Director
Nainalal Kidwai	Independent Director

*Fosun International Holdings Limited is the ultimate holding company of Shanghai Fosun Pharmaceutical (Group) Co., Ltd, China
(1) Subsidiary of Gland Pharma International Pte Ltd.
(2) Subsidiary of Phixen SAS.
(3) Merged with Cenexi SAS, with effect from January 03, 2025
(4) Merged with Phixen SAS, with effect from April 26, 2024
#Parties with whom transactions are entered

Transactions during the year:

	Nature	For the year ended March 31, 2025	For the year ended March 31, 2024
Ultimate Controlling Company			
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.	Purchase of Services	-	7.82
Fellow subsidiaries			
Avanc Pharma Distribution Co., Ltd.	Sale of goods	14.40	7.04
Chongqing Carelife Pharmaceutical Co., Ltd.	Reimbursement of expense	6.29	8.70
Chongqing Carelife Pharmaceutical Co., Ltd.	Purchase of raw material	81.64	96.11
Fosun Pharma USA Inc.	Sale of goods	2,390.82	3,343.61
Fosun Pharma USA Inc.	Sale of service	-	0.34
Fosun Pharma USA Inc.	Reimbursement of expense	121.51	99.73
Suzhou Erye Pharmaceutical Co. Ltd.	Reimbursement of expense	1.35	-
Tridem Pharma SAS	Sale of goods	-	15.85
Tridem Pharma Tanzania Limited	Sale of goods	7.99	10.70
Tridem Pharma Tanzania Limited	Reimbursement of expense	0.61	-
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd.	Purchase of raw material	843.99	158.00
Fosun Wanbang (Jiangsu) Pharmaceutical Group Co., Ltd.	Reimbursement of expense	4.20	8.70
Jiangsu Wanbang Helios International Trade Co. Ltd.	Sale of goods	10.18	-
Jiangsu Wanbang Helios International Trade Co. Ltd.	Reimbursement of expense	-	0.16
Shanghai Henlius Biotech Inc.	Reimbursement of expense	13.49	2.18
Hunan Dongting Pharmaceutical Co.,Ltd	Reimbursement of expense	1.35	-
Shanghai Fosun Pharmaceutical Industrial Development Co Ltd	Purchase of service	10.61	-
Aton (Shanghai) Biotech Co., Ltd	Reimbursement of expense	-	2.18
Key Management Personnel^			
Executive Chairman, CEO, Chief Financial Officer and Company Secretary	Remuneration, Salaries and other employee benefits	121.64	94.60
Non-executive / Independent directors	Commission and other benefits	49.96	27.07

Closing balances receivable/(payable) (Unsecured):

	Nature	As at March 31, 2025	As at March 31, 2024
Fosun Pharma USA Inc.	Trade receivables and other assets	1,105.80	805.37
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.	Trade payables	-	(11.65)
Tridem Pharma Tanzania Limited	Trade receivables	4.58	5.35
Shanghai Henlius Biotech Inc.	Trade receivables	13.54	2.17
Aton (Shanghai) Biotech Co., Ltd	Trade receivables	-	2.17
Wanbang Biopharmaceutical Company Limited	Trade receivables	-	8.70
Chongqing Carelife Pharmaceutical Co., Ltd.	Trade receivables	-	8.70
Suzhou Erye Pharmaceutical Co. Ltd.	Trade receivables	1.35	-
Hunan Dongting Pharmaceutical Co.,Ltd.	Trade receivables	1.35	-
Chongqing Carelife Pharmaceutical Co., Ltd.	Trade payables	(51.67)	-
Shanghai Fosun Pharmaceutical Industrial Development Co Ltd	Trade payables	(9.55)	-
Payable to Key Management Personnel	Trade payables	(16.91)	(18.66)
Payable to Key Management Personnel^	Employee benefits payable	(23.95)	(8.12)

^ As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management personnel and their relatives is not ascertainable and, therefore, not included above.

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash.

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38 Key accounting estimates and judgements

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

(i) Defined benefit obligation

The cost of defined benefit gratuity plan, pension plan and the present value of the defined benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in note 36.

(ii) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates derived from the useful lives and residual values of all its property, plant and equipment as estimated by the management. The management believes that current depreciation rates fairly reflect their estimates of the useful lives and residual values of property, plant and equipment. The useful lives are based on historical experience with similar assets as well as anticipation of future events, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes or a change in market demand of the product or service output of the asset, manufacturers warranties and maintenance support, etc.

(iii) Estimation of net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories, the Group makes an estimate of future selling prices and costs necessary to make the sale.

(iv) Estimate of Profit share

The Group determines the profit share basis the customer's confirmation of units sold and net sales or net profit computations for the products covered under the arrangement, subject to any reduction/adjustment as required by the terms of the arrangement. The Group applies judgement in evaluating whether the profit share component recognised is only to the extent that it is highly probable that a significant reversal will not occur.

(v) Impairment of Goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The Goodwill impairment test is performed at the level of the cash-generating unit or Groups of cash-generating units which are benefitting from the synergies of the acquisition. Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

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39 Fair Values

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Financial assets at amortised cost:				
Term deposits, interest accrued thereon and others	4,936.20	9,078.47	4,936.20	9,078.47
Trade receivables	15,165.33	15,586.90	15,165.33	15,586.90
Cash and cash equivalents	25,562.09	3,570.88	25,562.09	3,570.88
Bank balances other than 'Cash and cash equivalents'	-	14,823.44	-	14,823.44
Financial liabilities at amortised cost:				
Borrowings (including current maturities)	2,692.14	3,197.82	2,692.14	3,197.82
Trade payables	8,204.10	7,677.49	8,204.10	7,677.49
Employee benefits payable	1,063.19	949.43	1,063.19	949.43
Lease liabilities	445.19	523.84	445.19	523.84
Other financial liabilities	47.14	92.60	47.14	92.60

The management assessed that cash and cash equivalents, bank balances, trade receivables, loans, borrowings, trade payables, leases and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

40 Financial risk management objectives and policies

Financial Risk Management Framework

The Group is exposed primarily to Credit Risk, Liquidity Risk and Market risk (fluctuations in foreign currency exchange rates and interest rate), which may adversely impact the fair value of its financial instruments. The Group assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Group.

A Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Group result in material concentration of credit risk, except for trade receivables.

Trade receivables:

The customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the individual credit limits as defined in accordance with this assessment and outstanding customer receivables. Ind AS requires an entity to recognise in statement of profit and loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised in accordance with Ind AS 109. The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

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40 Financial risk management objectives and policies (Contd.)

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g., when the debtor has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off could still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any subsequent recoveries made are recognised in statement of profit and loss.

Exposure to credit risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 15,165.33 and ₹ 15,586.90 as of March 31, 2025 and March 31, 2024 respectively, being the total of the carrying amount of balances with trade receivables. The Group has 1 customer (March 31, 2024: 2) comprising 12.66% (March 31, 2024: 25.10%) of the trade receivables.

B Liquidity Risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

	Up to 1 Year	1 to 3 years	3 to 5 years	> 5 years	Total
March 31, 2025:					
Borrowings (including current maturities)	1,915.50	776.64	-	-	2,692.14
Trade payables	8,204.10	-	-	-	8,204.10
Lease liabilities	148.36	272.94	7.29	56.45	485.04
Employee benefits payable	1,063.19				1,063.19
Other financial liabilities	47.14	-	-	-	47.14
	11,378.29	**1,049.58**	**7.29**	**56.45**	**12,491.61**

	Up to 1 Year	1 to 3 years	3 to 5 years	> 5 years	Total
March 31, 2024:					
Borrowings (including current maturities)	2,132.42	1,065.40	-	-	3,197.82
Trade payables	7,677.49	-	-	-	7,677.49
Lease liabilities	175.12	346.19	-	-	521.31
Employee benefits payable	949.43	-	-	-	949.43
Other financial liabilities	92.60	-	-	-	92.60
	11,027.06	**1,411.59**	**-**	**-**	**12,438.65**

C Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates and other market changes.

C1. Interest Rate Risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates. The Group manages its interest rate risk by monitoring the movements in the market interest rates closely.

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40 Financial risk management objectives and policies (Contd.)

Out of the total borrowings, ₹ 158.35 (March 31, 2024: ₹ 247.96) are at variable interest rate.

If the average rate of interest had increased/decreased by 1%, all other variables remaining constant, the Group's profit before tax would have been higher/lower by ₹ 1.56, (March 31, 2024: ₹ 2.48).

C2. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities.

(a) Details of foreign currency risk from non-derivative financial instruments:

The year end foreign currency exposures that have not been hedged by a derivative instrument are as under -

		As at March 31, 2025			As at March 31, 2024		
	Currency	Amount in Foreign Currency	Amount in ₹	Conversion Rate	Amount in Foreign Currency	Amount in ₹	Conversion Rate
Cash and cash equivalent	USD	34.62	2,959.53	85.48	11.76	980.95	83.40
	EURO	0.20	18.43	92.08	25.40	2,282.86	89.87
	SGD	0.03	1.62	63.71	0.01	0.53	61.74
Trade receivables	USD	108.40	9,265.79	85.47	126.16	10,522.39	83.40
	EURO	0.32	29.72	92.08	0.28	25.61	89.87
	AUD	0.03	1.79	53.80	0.34	18.13	54.11
	CAD	0.69	40.95	59.66	0.86	52.90	61.55
Other receivables	EURO	78.37	7,215.89	92.08	20.77	1,866.79	89.87
Trade payables	USD	27.28	2,331.47	85.48	16.68	1,391.48	83.40
	EURO	1.77	162.68	92.08	1.96	175.99	89.87
	GBP	0.00	0.04	110.69	0.01	1.39	105.21
	CNY	1.21	14.20	11.77	-	-	-
	SGD	0.04	2.50	63.71	0.07	3.01	45.78
Capital creditors	USD	0.11	9.70	85.48	0.06	4.94	83.40
	EURO	0.01	1.36	92.08	0.32	28.56	89.87

(b) Foreign currency sensitivity:

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

	Change in exchange rate		Effect on profit before tax
	Increase	Decrease	Increase\(Decrease)
March 31, 2025			
USD	1.00%	1.00%	98.85 (98.85)
EURO	1.00%	1.00%	71.00 (71.00)
March 31, 2024			
USD	1.00%	1.00%	101.06 (101.06)
EURO	1.00%	1.00%	39.71 (39.71)

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41 Transfer of financial assets

The Group transfers certain trade receivables under the debt factoring arrangements. These do not qualify for derecognition, due to existence of the recourse arrangement. Consequently the proceeds received from such transfers with a recourse arrangements are recorded as loans from banks / financial institutions and classified under short-term borrowings

The carrying amount of trade receivables and finance receivables transferred along with the associated liabilities is as follows

	As at March 31, 2025		As at March 31, 2024	
	Carrying amount of asset transferred	Carrying amount of associated liabilities	Carrying amount of asset transferred	Carrying amount of associated liabilities
Trade receivables	1,991.03	1,469.27	2,145.25	1,582.38

42 Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Group and combination of both long-term and short-term borrowings. The primary objective of the Group when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximise the shareholder value.

The Group determines the capital requirement based on annual operating plans, long-term and other strategic investment plans. The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt. There have been no breaches in the financial covenant of any borrowing.

Gearing ratio

	As at March 31, 2025	As at March 31, 2024
Borrowings	2,692.14	3,197.82
Less: Cash and cash equivalents	(25,562.09)	(3,570.88)
Net debt	**(22,869.95)**	**(373.06)**
Equity share capital	164.76	164.71
Other equity	91,342.65	87,073.72
Total equity	**91,507.41**	**87,238.43**
Total equity and net debt	**68,637.46**	**86,865.37**
Gearing ratio	(0.33)	(0.00)

43 Commitments and contingencies

a. Commitments

	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for	1,629.52	851.49

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43 Commitments and contingencies (Contd.)

b. Contingent liabilities

		As at March 31, 2025	As at March 31, 2024
(i)	Claims against the Group not acknowledged as debts	118.94	60.44
(ii)	Demand for direct taxes	21.33	21.81
(iii)	Demand for indirect taxes		
	Entry tax	47.01	47.01
	Service tax	8.50	8.50
	Value Added Tax and CST	5.30	5.30
	GST	12.75	12.75
(iv)	Provident Fund There are numerous interpretative issues relating to the Supreme Court (SC) judgement on Provident Fund (PF) dated 28th February, 2019. As a matter of caution, the Company has accordingly made the payments prospectively w.e.f. the order date. The Company will update its position, on receiving further clarity on the subject.		
(v)	The Company's step down subsidiary, Cenexi Laboratories Thissen SA based in Belgium, is engaged in a dispute with a partner regarding alleged breaches of cooperation agreements signed in 2016 and 2021. Both parties have presented certain monetary claims and counterclaims. At present, the claims made by the parties is unsubstantiated and both parties are making efforts to resolve the dispute. As the matter is still ongoing at dispute resolution stage (mediation), the Group cannot reliably estimate the financial impact, if any at this stage.		

In respect of above matters, future cash outflows in respect of contingent liabilities are determinable only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group. The Group is contesting these demands and the Management, including its advisors, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the financial statements for the demands raised. The Management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Group's financial position and results of operations.

The Group's business involves Governmental and/or regulatory inspections, inquiries and commercial matters that arise from time to time in the ordinary course of business. The same are subject to uncertain future events not wholly within the control of the Group. The management does not expect the same to have a materially adverse effect on its financial position, as it believes the likelihood of any loss is not probable.

44 Leases

Group as a Lessee

The Group has lease contracts for factory land and office premises. Lease contract for factory land has a lease term of 15 years. The leases for office premises have a term of 12 months or less and hence the Group has applied the short term exemption towards it.

For movement of ROU assets, refer note 4

For movement of lease liabilities, refer note 20

For maturity analysis of lease liabilities, refer note 40B

The following are the amounts recognised in statement of profit and loss:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation expense on right-of-use assets	186.00	192.30
Interest expense on lease liabilities	19.86	20.66
Expense relating to short-term leases (included in other expenses)	104.34	99.24
Total amount recognised in statement of profit and loss	**310.20**	**312.20**

The Group has total cash outflow for leases of ₹ 203.26 (March 31, 2024: ₹201.19).

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45 Segment reporting

Segments are identified in line with Indian Accounting Standard (Ind AS) 108 "Operating Segments", taking into consideration the internal organisation and management structure as well as the differential risk and returns of each of the segments.

Based on the Group's business model of vertical integration, pharmaceuticals have been considered as a single business segment for the purpose of making decisions on allocation of resources and assessing its performance. Hence, no separate financial disclosures are provided in respect of its single business segment.

The geographic information analyses the Group's revenues and non-current assets by the country of domicile and other countries. In presenting geographic information, segment revenue has been based on the location of the customer and segment assets are based on geographical location of assets.

(a) Revenue from operations

	For the year ended March 31, 2025	For the year ended March 31, 2024
USA	27,403.28	26,878.10
India	4,765.25	5,879.71
Europe	10,225.10	10,528.02
Canada	1,574.26	890.27
Australia	742.94	626.45
New Zealand	77.23	28.17
Rest of World (ROW)	11,376.98	11,816.50
Total	**56,165.04**	**56,647.22**

(b) Geographical non-current assets, (property, plant and equipment, right of use assets, capital work-in-progress, goodwill, intangible assets, intangible assets under development and other non-current assets) are allocated based on location of assets:

Geographic location	For the year ended March 31, 2025	For the year ended March 31, 2024
Segment non-current assets		
India	18,376.38	19,006.22
Europe	25,203.87	23,759.47
Singapore	44.27	56.81
Total	**43,624.52**	**42,822.50**

(c) Customer contributing more than 10% of Revenue

	No of customers	Amount
For the year ended March 31, 2025	2	13,886.40
For the year ended March 31, 2024	1	7,055.30

46 Research and development

	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue expenditure (including depreciation)	1,758.37	1,629.40
Capital expenditure	163.50	144.35
	1,921.87	**1,773.75**

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47 Ratio Analysis and its elements

Ratio	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for change (+/- 25 %)
Current Ratio	Current assets	Current liabilities	4.33	4.04	7%	
Debt- Equity Ratio	Total Debt[1]	Total Equity	0.03	0.04	-25%	Refer note [7]
Debt Service Coverage Ratio	Earnings for debt service[2]	Debt service[3]	10.88	1.37	694%	Refer note [7]
Return on Equity (ROE)	Profit for the year	Average Total Equity	8%	9%	-11%	
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	2.64	2.41	10%	
Trade Receivable Turnover Ratio	Revenue from operations	Average Trade receivable	3.65	4.66	-22%	
Trade Payable Turnover Ratio	Cost of goods sold	Average Trade payables	5.56	6.40	-13%	
Net Capital Turnover Ratio	Revenue from operations	Working capital[4]	1.08	1.33	-19%	
Net Profit Ratio	Profit for the year	Revenue from operations	12%	14%	-14%	
Return on Capital Employed (ROCE)	EBIT[5]	Average capital employed[6]	9%	11%	-18%	
Return on Investment (ROI)						
-Unquoted - mutual funds	Income generated from investments	Time weighted average investments	6.39%	5.79%	10%	
-Unquoted - Others	Income generated from investments	Time weighted average investments	7.81%	7.55%	3%	

[1] Debt represents borrowings and lease liabilities
[2] Earnings for debt service represents Net profit after taxes + Non-cash operating expenses + Interest
[3] Debt service represents Interest & Lease payments + Principal repayments
[4] Working capital represents Current assets – Current liabilities
[5] EBIT represents Profit before interest, exceptional items and taxes
[6] Capital employed represents Total Assets – Current liabilities
[7] Decrease in borrowings

48 Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with struck off companies.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies of beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The details of funds invested in intermediaries and further invested or loaned by intermediaries:

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48 Other Statutory Information (Contd.)

During the year ended March 31, 2025:

Name of the intermediary	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in USD million)	Amount (in INR million)
Gland Pharma International Pte Ltd.	50 Raffles Place, Level 30, Singapore Land Tower, Singapore, 048623	202108434D	Wholly-owned subsidiary	Investment in equity shares	September 17, 2024	48.14	4,038.32
						48.14	**4,038.32**

The Company has invested in equity shares in Gland Pharma International Pte Ltd.
- To provide loan to Phixen SAS, France

The details of date and amount of fund further invested by intermediary to ultimate beneficiaries:

Name of the ultimate beneficiaries	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in EUR million)	Amount (in INR million)
Phixen SAS	52, Rue Marcel et Jacques Gaucher – 94120 Fontenay-sous-Bois, France	812 077 774	Step down subsidiary	Inter-corporate loan given	April 24, 2024	8.00	724.75
					June 6, 2024	3.80	344.26
					June 21, 2024	3.50	317.08
					July 16, 2024	4.70	425.79
					August 6, 2024	4.00	362.38
					August 28, 2024	1.00	90.59
					September 19, 2024	5.00	466.63
					October 4, 2024	2.00	186.65
					October 18, 2024	3.50	326.64
					November 29, 2024	4.00	373.30
					December 20, 2024	2.50	233.32
					December 23, 2024	3.50	326.64
					January 16, 2025	3.50	326.64
					February 5, 2025	3.00	279.98
					February 27, 2025	3.00	279.98
					March 18, 2025	2.00	186.66
						57.00	**5,251.29**

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48 Other Statutory Information (Contd.)

During the year ended March 31, 2024:

Name of the intermediary	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in USD million)	Amount (in INR million)
Gland Pharma International Pte Ltd.	50 Raffles Place, Level 30, Singapore Land Tower, Singapore, 048623	202108434D	Wholly-owned subsidiary	Investment in equity shares	April 25, 2023	208.71	18,831.31
					November 6, 2023	25.14	2,229.85
					March 15, 2024	5.01	453.38
					March 15, 2024*	24.96	2,261.25
						263.82	**23,775.79**

*Invested in intermediary, pending onward remittances into Phixen SAS, France

The Company has invested in equity shares in Gland Pharma International Pte Ltd.
- For funding the acquisition of Phixen SAS, France
- To provide loan to Phixen SAS, France and 3 other companies ("Manxen Companies") holding shares of Phixen SAS, France

The details of date and amount of fund further invested by intermediary to ultimate beneficiaries:

Name of the ultimate beneficiaries	Registered address	Corporate Identification Number	Relationship with the Company	Nature of transaction	Date	Amount (in EUR million)	Amount (in INR million)
Phixen SAS	52, Rue Marcel et Jacques Gaucher – 94120 Fontenay-sous-Bois, France	812 077 774	Step down subsidiary	Investment in equity shares	April 27, 2023	114.26	10,313.19
				Inter-corporate loan given	April 27, 2023	79.38	7,164.75
					April 28, 2023	5.14	461.49
					May 15, 2023	5.00	448.87
					September 4, 2023	3.00	269.32
					October 6, 2023	2.00	179.54
					November 9, 2023	4.00	354.76
					November 17, 2023	3.00	266.07
					November 23, 2023	5.00	443.45
					November 30, 2023	3.00	266.07
					January 19, 2024	2.00	177.38
					February 9, 2024	5.00	443.45
					March 1, 2024	3.00	266.07
					March 18, 2024	5.00	452.97
Manxen SAS		812 269 496	Step down subsidiary	Inter-corporate loan given	April 27, 2023	0.07	6.38
Manxen 2 SAS		812 855 195	Step down subsidiary	Inter-corporate loan given	April 27, 2023	0.01	0.70
Manxen 3 SAS		830 453 619	Step down subsidiary	Inter-corporate loan given	April 27, 2023	0.00*	0.09
						238.86	**21,514.54**

*Amounting to 1,000 Euros

The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

48 Other Statutory Information (Contd.)

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

49 Description of the Group

Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements

Name of the entity	As at March 31, 2025				For the year ended March 31, 2025			
	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated Net Assets	Amount (₹ in million)	As % of consolidated Profit or Loss	Amount (₹ in million)	As % of consolidated Other Comprehensive Income	Amount (₹ in million)	As % of consolidated Total Comprehensive Income	Amount (₹ in million)
PARENT COMPANY								
Gland Pharma Limited	107%	97,551.02	156%	10,897.53	-5%	(29.25)	144%	10,868.28
SUBSIDIARIES								
Foreign subsidiaries								
Gland Pharma International Pte. Ltd.	31%	28,604.68	4%	287.97	0%	-	4%	287.97
Gland Pharma USA Inc.	0%	39.99	0%	(2.24)	0%	-	0%	(2.24)
Phixen SAS	14%	12,767.09	2%	134.48	-2%	(13.20)	2%	121.28
Cenexi SAS	-8%	(7,149.78)	-28%	(1,943.68)	4%	23.60	-25%	(1,920.08)
Cenexi HSC SAS	-3%	(2,718.53)	-28%	(1,930.27)	1%	7.15	-26%	(1,923.12)
Cenexi Laboratories Thissen SA	1%	764.21	-2%	(119.17)	-6%	(34.83)	-2%	(154.00)
Phineximmo SA	0%	45.53	0%	20.42	0%	-	0%	20.42
Manxen SAS	1%	590.37	0%	(0.60)	0%	-	0%	(0.60)
Manxen 2 SAS	0%	41.77	0%	(0.22)	0%	-	0%	(0.22)
Manxen 3 SAS	0%	10.78	0%	(0.18)	0%	-	0%	(0.18)
Sub total	**143%**	**130,547.13**	**104%**	**7,344.04**	**-8%**	**(46.53)**	**97%**	**7,297.51**
Adjustment arising out of consolidation	-43%	(39,039.72)	-4%	(358.78)	108%	600.40	3%	241.62
	100%	**91,507.41**	**100%**	**6,985.26**	**100%**	**553.87**	**100%**	**7,539.13**
Non-controlling interests	0%	-	0%	-	0%	-	0%	-
Total	**100%**	**91,507.41**	**100%**	**6,985.26**	**100%**	**553.87**	**100%**	**7,539.13**

Note: Net assets and share in profit or loss for the Holding Company and subsidiaries are as per the standalone financial statements/ information of the respective entities.

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

49 Description of the Group (Contd.)

Name of the entity	As at March 31, 2025				For the year ended March 31, 2025			
	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated Net Assets	Amount (₹ in million)	As % of consolidated Profit or Loss	Amount (₹ in million)	As % of consolidated Other Comprehensive Income	Amount (₹ in million)	As % of consolidated Total Comprehensive Income	Amount (₹ in million)
PARENT COMPANY								
Gland Pharma Limited	103%	89,952.89	135%	10,433.25	24%	(18.60)	136%	10,414.65
SUBSIDIARIES								
Foreign subsidiaries								
Gland Pharma International Pte. Ltd.	28%	24,278.40	5%	373.57	0%	-	5%	373.57
Gland Pharma USA Inc.	0%	42.23	0%	1.13	0%	-	0%	1.13
Phixen SAS	13%	11,716.77	-4%	(336.64)	0%	0.05	-4%	(336.59)
Cenexi SAS	-6%	(4,819.91)	-20%	(1,541.65)	0%	(0.24)	-20%	(1,541.89)
Cenexi Services SAS	0%	(309.31)	0%	24.16	0%	0.01	0%	24.17
Cenexi HSC SAS	-1%	(768.55)	-15%	(1,192.79)	0%	(0.07)	-16%	(1,192.86)
Cenexi 2 SASU	0%	(2.56)	0%	(0.03)	0%	-	0%	(0.03)
Cenexi 3 SASU	0%	(2.39)	0%	(0.03)	0%	-	0%	(0.03)
Cenexi Laboratories Thissen SA	2%	1,654.18	4%	298.20	-1%	0.50	4%	298.70
Phineximmo SA	0%	61.24	0%	19.99	0%	-	0%	19.99
Manxen SAS	1%	590.98	0%	0.91	0%	-	0%	0.91
Manxen 2 SAS	0%	41.99	0%	0.60	0%	-	0%	0.60
Manxen 3 SAS	0%	10.95	0%	0.64	0%	-	0%	0.64
Sub total	**140%**	**122,446.91**	**105%**	**8,081.31**	**23%**	**(18.35)**	**105%**	**8,062.96**
Adjustment arising out of consolidation	-40%	(35,208.48)	-5%	(356.71)	77%	(60.30)	-5%	(417.01)
	100%	**87,238.43**	**100%**	**7,724.60**	**100%**	**(78.65)**	**100%**	**7,645.95**
Non-controlling interests	0%	-	0%	-	0%	-	0%	-
Total	**100%**	**87,238.43**	**100%**	**7,724.60**	**100%**	**(78.65)**	**100%**	**7,645.95**

Note: Net assets and share in profit or loss for the Holding Company and subsidiaries are as per the standalone financial statements/ information of the respective entities.

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

50 Business combinations

Pursuant to the Share Purchase Agreement ('SPA') dated January 6, 2023, the Company through its wholly owned subsidiary, Gland Pharma International PTE Ltd., Singapore ('Gland Singapore') acquired 100% of the issued capital of Phixen SAS, France (doing business as 'Cenexi' and hereinafter referred as ''Cenexi") and 3 other companies ("Manxen Companies") holding shares of Phixen SAS, France for an amount of EUR 114.26 million and refinanced the outstanding existing loan of EUR 79.46 million.

Accordingly, the Manxen Companies and Phixen SAS, France along with its subsidiaries became wholly-owned step-down subsidiaries of the Company with effect from April 27, 2023 (Completion Date), upon satisfaction of customary closing conditions and receipt of the necessary regulatory approvals and has been consolidated with effect from that date. Cenexi is in the business of Contract Development and Manufacturing Organisation ("CDMO") with sterile expertise and a track-record in ampoules, PFS and vials, and complex or niche formulations and/or dosage forms with a focus on high potent steriles and solids.

The acquisition aligns with the strategic goal to expand CDMO offerings and establish a European manufacturing presence in sterile injectables, accessing advanced development capabilities and innovative technologies.

The fair value of net assets acquired on the acquisition date amounted to ₹ 7,880.14 million (EUR 87.30 million). The excess of purchase consideration over the fair value of the net assets acquired has been attributed towards goodwill. The goodwill amounting to ₹ 2,433.05 million (EUR 26.96 million) is attributable to the workforce and the acquired business. Goodwill arising on the acquisition is not deductible for tax purposes. The intangible assets are amortised over a period of 3-5 years as per management's estimate of its useful life, over which economic benefits are expected to be realised. Refer table below for summary of net assets acquired.

Transaction costs incurred by the Group in connection with the business combination, such as legal fees, due diligence fees, insurance charges, and other professional and consulting fees, are expensed as incurred. However, payments made to warranty and indemnity (W&I) insurance are accounted for as prepaid expenses and expensed over the insurance coverage period. The transaction costs of ₹ Nil (March 31, 2024: ₹ 155.40) related to the acquisition have been included under other expenses and prepaid expenses.

Summary of assets acquired and liabilities assumed:

	Amount (in EUR million)	Amount (in INR million)
Assets acquired:		
Property, plant and equipment	211.54	19,094.30
Capital work-in-progress	7.49	675.92
Right-of-use assets	5.82	525.39
Intangible Assets	12.34	1,114.07
Indemnification Asset	1.46	131.78
Cash and Cash equivalents	1.06	95.63
Inventories	41.84	3,776.20
Trade Receivables	42.21	3,809.68
Other assets	11.98	1,081.21
Liabilities assumed:		
Borrowings	(122.97)	(11,099.51)
Trade Payables	(75.05)	(6,774.21)
Deferred tax liabilities, net	(7.99)	(720.93)
Contingent liability	(1.00)	(90.26)
Other liabilities	(41.43)	(3,739.13)
Net assets	**87.30**	**7,880.14**
Goodwill	26.96	2,433.05
Total purchase price	**114.26**	**10,313.19**

Notes to the consolidated financial statements

for the year ended March 31, 2025
(All amounts in Indian Rupees millions, except share data and unless stated otherwise)

51 Events after the reporting period

The Board of directors have proposed dividend after the balance sheet date which is subject to approval by the shareholders at the annual general meeting. Refer note 16 for details.

As per our report of even date attached

for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration Number : 008072S

Monisha Parikh
Partner
Membership No. 047840

Place: Hyderabad
Date: May 20, 2025

for and on behalf of the Board of Directors
Gland Pharma Limited

Srinivas Sadu
Executive Chairman
DIN: 06900659

Satyanarayana Murthy Chavali
Independent Director
DIN: 00142138

Shyamakant Giri
Chief Executive Officer

P. Sampath Kumar
Company Secretary

Ravi Shekhar Mitra
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2025

Notes

Corporate Information

Company Secretary and Compliance Officer

Sampath Kumar Pallerlamudi

Statutory Auditors

Deloitte Haskins & Sells
Chartered Accountants

Registered Office

Survey No. 143-148, 150 & 151, Near Gandimaisamma 'X' Roads, D.P. Pally, Dundigal, Dundigal-Gandimaisamma Mandal Medchal-Malkajgiri District, Hyderabad - 500 043, Telangana, India
Tel: +91-40-30510999
Fax: +91-40-30510800

Corporate Office

Plot No. 11 & 84, TSIIC Phase: IV Pashamylaram (V), Patancheru (M), Sangareddy District
Hyderabad 502 307, Telangana, India
Tel: +91-08455-699999

Investors Contact

For Individual Investors, Grievance and Secretarial matters

Sampath Kumar Pallerlamudi
Company Secretary and Compliance Officer
Tel: +91 8455699999 | Ext: 1194
E-mail: investors@glandpharma.com

For Institutional Investors & Financial Analysts

Please reach out to investors desk at investors@glandpharma.com

Corporate Identification Number

L24239TG1978PLC002276

Registrar and Transfer Agent

MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited,
C-101, Embassy 247, Lal Bahadur Shastri Marg Vikhroli (West),
Mumbai - 400083
Tel: +91 810 811 6767
E-mail: rnt.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com

Investor Grievance

E-mail: rnt.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com
Link for raising any queries or service requests by shareholders: https://web.in.mpms.mufg.com/helpdesk/Service_Request.html
SEBI Registration No.: INR000004058

Secretarial Auditors

RVR & Associates
Company Secretaries

Facilities

Formulation Facilities

1. Sy. No. 143-148, 150 & 151
   D.P. Pally, Dundigal (Post)
   Hyderabad – 500 043.
   Telangana, India
2. Unit-I, Plot No.54, 55 & 64 – 68,
   Phase – III, Industrial Park,
   Pashamylaram (V),Patancheru (M),
   Sangareddy District,
   Hyderabad – 502 307
   Telangana, India
3. Unit-II, Plot No.42-52, Phase – III
   Industrial Park, Pashamylaram (V)
   Patancheru (M), Sangareddy District
   Hyderabad – 502 307
   Telangana, India
4. Unit II, Block C, Phase I
   Visakhapatnam Special Economic Zone, Duvvada,
   Visakhapatnam - 530 046
   Andhra Pradesh, India
5. 52 Rue Marcel et Jacques Gaucher, 94120 Fontenay-sous-Bois, France
6. 2 Rue Louis Pasteur 14200, Herouville Saint Clair, France
7. 17 Rue Pontoise, 95520
   Osny, France
8. Rue de la Papyrée 2-6, 1420 Braine-l'Alleud, Belgium

API Facilities

1. Plot No.9, Sy No.542(P),
   Genome Valley,
   Kolthur Village, Shamirpet Mandal,
   Medchal District,
   Hyderabad - 500 078
   Telangana, India
2. Unit I, Block C, Phase I,
   Visakhapatnam Special Economic Zone, Duvvada,
   Visakhapatnam - 530 046
   Andhra Pradesh, India
3. Plot No.49 & 50 Jawaharlal Nehru Pharmacity, Parawada (M),
   Visakhapatnam - 531 019
   Andhra Pradesh, India

Major Subsidiaries

1. Gland Pharma International Pte. Ltd.
   8 Cross Street, #24-03/04
   Manulife Tower Singapore (048424)
2. Gland Pharma USA Inc.
   208 West State Street Trenton,
   New Jersey 08608-1002
   United States of America
3. Phixen SAS and its subsidiaries ('Cenexi Group')
   52, rue Marcel et Jacques Gaucher,
   94120 Fontenay-sous-Bois, France

GLAND®

GLAND PHARMA LIMITED

Concept, Content & Design
NEXT STEPS (engage@nextsteps.net.in)