

# ANNUAL REPORT 2025-26



**UNICHEM**  
LABORATORIES LTD.

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# Corporate Information

## Board of Directors

Dr. Prakash A. Mody	Chairman, <i>Non-Executive &amp; Non-Independent</i>
Mr. Pranay Godha	Director, <i>Non-Executive &amp; Non-Independent</i>
Mr. Anand Kusre	Independent Director
Mr. Arun Todarwal	Independent Director
Mr. Pabitrakumar Bhattacharyya	Managing Director & Chief Executive Officer
Dr. (Ms.) Swati Patankar	Independent Director

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Mr. Sanjay Jain	Chief Financial Officer
Mr. Pradeep Bhandari	Head – Legal & Company Secretary

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N. A. Shah Associates LLP (FRN 116560W/W100149)	Statutory Auditors
Kishore Bhatia & Associates (FRN 00294)	Cost Auditors
Alwyn Jay & Co. (FRN P2010MH021500)	Secretarial Auditors

## Registered Office

### Unichem Laboratories Limited

CIN: L99999MH1962PLC012451

47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067

Tel.: (022) 6647 4100

Website: [www.unichemlabs.com](http://www.unichemlabs.com) • E-mail Id.: [shares@unichemlabs.com](mailto:shares@unichemlabs.com)

## Registrar and Share Transfer Agents

### MUFG Intime India Private Limited

C 101, 247 Park, L B S Marg

Vikhroli (West), Mumbai – 400 083

Toll Free No.: 8108116767

E-mail id: [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com)

## Board Committees

### Audit Committee

Mr. Arun Todarwal – Chairman  
Mr. Anand Kusre  
Dr. (Ms.) Swati Patankar  
Mr. Pabitrakumar Bhattacharyya

### Stakeholders Relationship Committee

Mr. Anand Kusre – Chairman  
Mr. Pranay Godha  
Dr. (Ms.) Swati Patankar  
Mr. Pabitrakumar Bhattacharyya

### Nomination and Remuneration Committee

Mr. Anand Kusre – Chairman  
Mr. Arun Todarwal  
Dr. (Ms.) Swati Patankar

### Corporate Social Responsibility Committee

Mr. Arun Todarwal – Chairman  
Mr. Pranay Godha  
Mr. Pabitrakumar Bhattacharyya

### Risk Management Committee

Mr. Arun Todarwal – Chairman  
Mr. Anand Kusre  
Mr. Pranay Godha  
Mr. Pabitrakumar Bhattacharyya

## Five-Year Financial Highlights (Standalone)

(₹ in crores)

	2021-2022	2022-2023	2023-2024	2024-2025	2025-2026
<b>Total Income</b>	984.99	1,114.28	1,472.55	1,776.53	1,475.19
<b>Domestic Income</b>	107.06	115.98	120.91	128.48	139.44
<b>Export Income</b>	877.93	998.30	1,351.64	1,648.05	1,335.75
<b>Earning before Interest, Depreciation &amp; Tax #</b>	(15.22)	(78.37)	60.07	267.52	71.33
<b>Profit before Tax</b>	(86.75)	(279.09)	(92.18)	182.68	209.41
<b>Net Profit after Tax</b>	(55.43)	(299.70)	(92.18)	162.96	158.94
<b>Share Capital</b>	14.08	14.08	14.08	14.08	14.08
<b>Reserves &amp; Surplus</b>	2,657.96	2,370.19	2,280.55	2,445.67	2,613.02
<b>Net Worth</b>	2,672.04	2,384.27	2,294.63	2,459.75	2,627.10
<b>Current ratio</b>	4.41	3.33	2.97	3.01	4.87
<b>Debt to equity ratio</b>	0.05	0.04	0.03	0.05	0.02
<b>Earnings per share (₹)</b>	(7.87)	(42.57)	(13.09)	23.15	22.57
<b>Book Value per share (₹)</b>	379.52	338.65	325.92	349.37	373.14

# Before Foreign Exchange Gain /Loss

## Five-Year Financial Highlights (Consolidated) (₹ in crores)

	2021-2022	2022-2023	2023-2024	2024-2025	2025-2026
<b>Total Income</b>	1,317.34	1,381.54	1,816.70	2,146.29	2,264.91
<b>Domestic Income</b>	110.61	111.32	120.05	122.56	138.61
<b>Export Income</b>	1,206.73	1,270.22	1,696.65	2,023.73	2,126.30
<b>Earning before Interest, Depreciation &amp; Tax#</b>	99.10	(30.94)	96.07	278.62	201.80
<b>Profit before Tax</b>	21.97	(176.36)	(84.96)	154.59	292.38
<b>Net Profit after Tax</b>	33.06	(202.23)	(93.76)	137.52	252.84
<b>Share Capital</b>	14.08	14.08	14.08	14.08	14.08
<b>Reserves &amp; Surplus</b>	2,604.33	2,421.22	2,424.22	2,436.51	2,703.36
<b>Net Worth</b>	2,618.41	2,435.30	2,438.30	2,450.59	2,717.44
<b>Current ratio</b>	2.98	2.48	2.36	2.05	2.48
<b>Debt to equity ratio</b>	0.13	0.12	0.09	0.18	0.17
<b>Earnings per share (₹)</b>	4.70	(28.72)	(13.32)	19.53	35.91
<b>Book Value per share (₹)</b>	371.90	345.90	346.32	348.07	385.97

# Before Foreign Exchange Gain /Loss

# NOTICE

**NOTICE** is hereby given that the 63rd Annual General Meeting (“AGM”) of the Members of **Unichem Laboratories Limited**, will be held on **Tuesday, 11th August 2026 at 3.30 p.m. (IST)** through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026 together with the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2026 together with the Report of the Auditors thereon.
3. To appoint a Director in place of Mr. Pabitrakumar Bhattacharyya (DIN:07131152) who retires by rotation and being eligible, offers himself for re-appointment.

## **SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass, the following Resolution as a **Special Resolution**:  
“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (“Act”), Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time (“Rules”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any amendments thereto or enactment thereof for the time being in force, the relevant provisions of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee & Board of Directors and subject to such other approvals, as may be necessary, approval of the Members be and is hereby accorded to the re-appointment and terms of remuneration of Mr. Pabitrakumar Bhattacharyya (DIN:07131152), as the Managing Director (“MD”) and Chief Executive Officer (“CEO”) of the Company, liable to retire by rotation, for a further period of three years with effect from 10th August 2026, upon such terms, conditions and stipulations as set out in the agreement dated 22nd May 2026 entered between the Company & Mr. Pabitrakumar Bhattacharyya and in the Explanatory Statement annexed to the Notice including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment, with authority to the Board of Directors or Committee thereof to alter and vary the terms and conditions of the said appointment and remuneration, in such manner as may be agreed to between the Board of Directors and Mr. Pabitrakumar Bhattacharyya;

**RESOLVED FURTHER THAT** the Board of Directors or Committee of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorised to take all such actions and do all such acts, deeds, matters and things as may be necessary, proper, desirable and expedient to give effect to this Resolution.”

5. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:  
“**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the remuneration payable to Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), who were appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to audit the cost records of the Company for the financial year ending 31st March 2027, amounting to ₹ 6,00,000 (Rupees Six lakhs only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit, be and is hereby ratified;

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to take all such actions and to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution.”

By order of the Board of Directors,  
For **Unichem Laboratories Limited**

**Pradeep Bhandari**

Head – Legal & Company Secretary  
Membership No.: A14177

Mumbai  
22nd May 2026

**Registered Office:** 47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067, Maharashtra, India

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Act, which sets out details relating to Item Nos. 4 & 5 of the Notice is annexed hereto. Pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, details of Director seeking re-appointment forms part of this notice and is appended to the notice.
2. In view of the various circulars issued by the Ministry of Corporate Affairs ("MCA") read with relevant circulars issued by the SEBI, from time to time (hereinafter collectively referred to as the Circulars) permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, Listing Regulations and the Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue for the 63rd AGM shall be Plot 125, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400067.
3. To support the green initiative and as per relaxation given by the Government, only electronic copy of the Annual report for the year ended 31st March 2026 and Notice of the 63rd AGM are being sent to the Members whose mail IDs are available with your Company/Depository Participant/(s) ("DPs"). Further, in compliance with regulation 36(1)(b) of the Listing Regulations, a letter providing weblink, including the exact path, where Annual Report for FY 2026 is available, is being sent to those members whose email address is not registered with the Company / Registrar and Transfer Agent / DPs / Depositories. Annual Report and the notice of the 63rd AGM are also posted on the website [www.unichemlabs.com](http://www.unichemlabs.com) and that of the exchanges namely [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) for download.

In case any member is desirous of obtaining physical copy of the Annual Report for the FY 2026 they may send a request to the Company by writing to [shares@unichemlabs.com](mailto:shares@unichemlabs.com). The AGM Notice is also disseminated on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

4. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the proxy form, attendance slip and route map are not annexed to this Notice. However, in pursuance of Section 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.
5. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Institutional/Corporate Shareholders (other than Individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board or governing body resolution/authorization, etc. authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-Voting. The said resolution/ authorization shall be sent to the Company at [shares@unichemlabs.com](mailto:shares@unichemlabs.com) at least 48 hours before the commencement of the AGM.
7. The Registers and documents as required and referred to in the Notice will be available for inspection electronically to the members without any fee from the date of circulation of this Notice up to the date of AGM, i.e. Tuesday, 11th August 2026. Members seeking to inspect such documents can send an e-mail to [shares@unichemlabs.com](mailto:shares@unichemlabs.com).
8. Pursuant to Section 108 of the Act and the Rules made thereunder, Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL, for facilitating voting through electronic means, as the authorized e-Voting agency. Accordingly, the facility of casting votes by a Member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by NSDL.
9. Members can join the AGM through VC/OAVM fifteen minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first-come first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Auditors etc., who can attend the AGM without restriction on account of first come first-served basis.

10. Instructions for Shareholders for remote e-Voting and joining the AGM are as under:

The remote e-Voting period begins on **Friday, 7th August 2026 at 9:00 a.m.** and ends on **Monday, 10th August 2026 at 5:00 p.m.** The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the **record date (cut-off date)** i.e. **Tuesday, 4th August 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 4th August 2026. The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





**Step 1: Access to NSDL e-Voting system**

A) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

In terms of SEBI circular dated 9 December 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual Shareholders holding securities in demat mode is given below:**

Type of Shareholders	Login Method
<p><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<ol style="list-style-type: none"> <li>1) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL site wherein you can see e-Voting page. <b>Click on company name or e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. <b>Click on company name or e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3) If you are not registered for <b>IDeAS</b> e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. <b>Click on company name or e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

Type of Shareholders	Login Method
	<p>5) Shareholders/Members can also download NSDL Mobile App “<b>NSDL SPEED-e</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> </p> <div style="display: flex; justify-content: space-around;">   </div>
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing Myeasi username &amp; password.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting Service Providers website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered mobile &amp; e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<b>Individual Shareholders (holding securities in demat mode) login through depository participants</b>	<p>You can also login using the login credentials of your demat account through your DPs registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at above mentioned website.**

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.**

<b>For CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.
<b>For NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000.

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and for shareholders holding securities in physical mode.**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is</b>
a. For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b. For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c. For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company. For example if folio number is 001*** and EVEN is 139827 then user ID is 139827001***.

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii. If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

- a. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- b. Select "EVEN 139827" of company for which you wish to cast your vote during the remote e-Voting period or cast your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- c. Now you are ready for e-Voting as the Voting page opens.
- d. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- e. Upon confirmation, the message "Vote cast successfully" will be displayed.
- f. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- g. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders:**

- a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
- b. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- c. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. **Tuesday, 4th August 2026** may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 – 4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. **Tuesday, 4th August 2026** may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- d. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 – 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com).

**Process for those shareholders whose e-mail ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolutions set out in this notice:**

- a. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to Company's RTA, MUFG Intime India Private Limited, C 101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai – 400 083.
- b. In case shares are held in demat mode, please contact your DP and get your mail ID registered with them. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- c. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-Voting by providing above mentioned documents.
- d. In terms of SEBI circular dated 9 December 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.

**Instructions for Members for e-Voting on the day of the AGM are as under:**

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
- b. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- c. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- d. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.

**Instructions for Members for attending the AGM are as under:**

- a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of VC/OAVM placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
  - b. Members are encouraged to join the Meeting through PC/laptops for better experience.
  - c. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  - d. Please note that Participants connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
  - e. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance from **Wednesday, 5th August 2026 (9:00 a.m. IST) to Saturday, 8th August 2026 (5:00 p.m. IST)** prior to meeting mentioning their name, demat account number / folio number, e-mail id, mobile number, PAN at [shares@unichelabs.com](mailto:shares@unichelabs.com). The shareholders who do not wish to speak during the AGM may send their queries in advance 5 days prior to meeting mentioning their name, demat account number / folio number, e-mail id, mobile number, PAN at [shares@unichelabs.com](mailto:shares@unichelabs.com). These queries will be replied suitably by your Company.
11. Mr. Alwyn D'Souza (Membership No. F5559 & Certificate of Practice No. 5137) or failing him Mr. Jay D'Souza (Membership No. F3058 & Certificate of Practice No. 6915) of M/s. Alwyn Jay & Co., Practicing Company Secretaries, Mumbai, have been appointed as the Scrutinizer to scrutinize the voting and ensuring that remote e-Voting process is conducted in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorised by the Chairman after the completion of the scrutiny of the e-Voting (votes casted during the AGM and votes casted through remote e-Voting), within 2 working days of the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, NSDL & RTA and will also be displayed on your Company's website, [www.unichelabs.com](http://www.unichelabs.com).
  12. Members are requested to address all correspondence in connection with shares held by them, to the Company's RTA viz., MUFG Intime India Private Limited, C 101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai – 400 083 by quoting their Folio number or their DPID and Client ID number, as the case may be
  13. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Your Company is also registered on SEBI's ODR Portal.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://www.unichelabs.com/mandatory-dematerialisation.php>

14. Members are requested to do following, if not done yet:
  - i. Provide / update details of their bank accounts indicating the name of the bank, branch, account number and the nine-digit MICR code and IFSC code (as appearing on the cheque) along with photocopy of the cheque / cancelled

- cheque, self- attested identity proof and address proof, for remittance of dividend/unpaid dividend through ECS / NEFT and prevent fraudulent encashment of dividend warrants.
- ii. In terms of Regulation 40(1) of Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
  - iii. Update Permanent Account Number (PAN) against folio / demat account as also for deletion of name of deceased holder, transmission / transposition of shares.
  - iv. Members holding shares in dematerialised form are requested to intimate / update all particulars of bank mandates, PAN, nominations, power of attorney, change of address, e-mail address, contact numbers etc. to their Depository Participants. Members holding shares in physical form are requested to intimate such details to the RTA and file nomination form SH-13.
15. NRI Members are requested to inform the RTA immediately:
- i. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier; and
  - ii. Change in their residential status and address in India on their return to India for permanent settlement.

By order of the Board of Directors,  
For **Unichem Laboratories Limited**

**Pradeep Bhandari**  
Head – Legal & Company Secretary  
Membership No.: A14177

Mumbai  
22nd May 2026

**Registered Office:**

47, Kandivli Industrial Estate,  
Kandivli (West), Mumbai – 400 067,  
Maharashtra, India

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****Item No. 4**

Mr. Pabitrakumar Bhattacharyya was appointed as Managing Director (“MD”) of the Company for a term of three years w.e.f. 10th August 2023. Accordingly, his term expires on 9th August 2026. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 22nd May 2026, has re-appointed Mr. Pabitrakumar Bhattacharyya, as MD & Chief Executive Officer (“CEO”) of the Company for a further period of three years, with effect from 10th August 2026 to 9th August 2029, liable to retire by rotation, subject to the approval of the Members. It is proposed to seek members’ approval in terms of the applicable provisions of the Act for re-appointment of and remuneration payable to Mr. Pabitrakumar Bhattacharyya as MD & CEO of the company.

Mr. Bhattacharyya has a rich experience of over three decades in manufacturing and technical excellence, production, business excellence, project management, multi-sites operations, process improvement, six sigma project management, process development, quality assurance, strategic planning, cost reduction through innovations, cost analysis and control, process automation.

Since August 2023, after being appointed as MD of the Company, he has been instrumental in the major turnaround strategy of the Company. Under his leadership, the Company has demonstrated strong operational resilience, significant operational yield improvement in manufacturing processes and expansion of global business. His leadership has played a critical role in transforming the organisation into a more agile and sustainable long-term growth by focusing on value creation for the Company.

During his tenure, Unichem’s standalone revenue grew by 84% and formulation manufacturing volume increased by 131%, while multiple cost optimisation initiatives reduced the expense-to-revenue ratio from 66% to 41%, significantly improving profitability and business sustainability.

Brief terms and conditions of re-appointment of MD & CEO are given below:

- A. Term  
The appointment as MD and CEO is for a period of three years with effect from 10th August 2026.
- B. Remuneration
  - a. Basic Salary of ₹20,00,000 per month with effect from 10th August 2026 with such increments as Nomination and Remuneration Committee (“NRC”) and Board may decide subject to a ceiling of ₹ 28,00,000 per month over the remaining tenure. (“Maximum ceiling”).
  - b. Commission: Such commission to be decided by the Board as may be recommended by the NRC which shall not exceed 1% of the net profits of the Company in a financial year computed in terms of Section 198 and subject to the overall ceilings laid down under Section 197 and Schedule V of the Act. The specific amount that may be payable to the MD & CEO will be based on his performance as evaluated by the Board or the NRC and as may be approved by the Board and will be payable annually after the annual accounts have been approved by the Board.
  - c. Contribution to Provident Fund: Company’s contribution to provident fund shall be as per the scheme applicable to the employees of the Company.
  - d. Contribution to National Pension Scheme: Company’s contribution to national pension scheme shall be in accordance with the rules of the scheme as may be applicable or as may be framed / decided by the Company.
  - e. Gratuity: As per the rules of the Company, payable in accordance with the approved gratuity fund and which shall not exceed half a month’s salary for each completed year of service.
- C. Perquisites
  - a. In addition to Basic Salary, the MD & CEO shall be also eligible for House Rent allowance @ 30% of salary on a monthly basis.
  - b. Medical, hospitalisation and healthcare expenses: Actual expenses incurred for the MD and CEO and his family including mediclaim policy premium to be paid by the Company.
  - c. Leave Travel Concession: For the MD & CEO and his family, once in a year incurred in accordance with any rules specified by the Company subject to a ceiling of one month salary.
  - d. Company maintained car with driver.
  - e. Communication Facilities: The Company shall bear all expenses of Communication facilities installed at the residence of the MD & CEO including but not limited to Telephones (land lines/mobiles), Computers/Laptops, Internet connection.
  - f. Personal Accident Insurance: Personal Accident Insurance as per the Company’s policy.
  - g. Leave: The MD & CEO shall be eligible for leave as per Rules of the Company.

- h. The MD & CEO shall be entitled to:
- i) the reimbursement of entertainment expenses actually and properly incurred by him in the course of the legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and
  - ii) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively on the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as approved by the Board of Directors.
- D. Valuation of Perquisites  
Perquisites mentioned in above shall be evaluated in accordance with the Income Tax Rules, 2026 wherever applicable, and in other cases at the actual cost to the Company.
- E. Minimum Remuneration  
When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Bhattacharyya in accordance with the applicable provisions of Schedule V of the Act and subject to such approvals as may be required.
- F. Others important terms of appointment:
- a. The terms and conditions of the appointment of the MD & CEO may be altered and varied from time to time by the Board as it may, in its discretion deem fit, subject to the limit stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the MD & CEO, subject to such approvals as may be required.
  - b. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the MD & CEO, unless specifically provided otherwise.
  - c. As long as Mr. Pabitrakumar Bhattacharyya functions as MD & CEO, he shall not be paid any sitting fee for attending the meetings of the Board of Directors or Committees thereof.
  - d. The MD & CEO shall adhere to the Code of Conduct of the Company and shall not during the continuance of his employment with the Company or at any time thereafter divulge or disclose to any person whomsoever or to make any use whatsoever for his own purpose or for any purpose other than that of the Company or any information or knowledge obtained by him during his employment as to the business or affairs of the Company or its methods or as to any trade secrets or secret processes of the Company. The MD & CEO shall during the continuance of his employment hereunder also use his best endeavour to prevent any other person from so doing provided however that such divulgence or disclosure by the MD & CEO to officers and employees of the Company for the purpose of business of the Company shall not be deemed to be contravention of this clause.
  - e. Any property of the Company or relating to the business of the Company, including memoranda, notes, records, reports, plates, sketches, plans, recorded diskettes, drives, tapes, electronic memory gadgets or other documents or which may be in the possession of or under the control of the MD & CEO or has, at any time access shall, at the time of the termination of his employment be delivered to the company and shall not be entitled to the copyright in any such document which he hereby acknowledges to be vested in the Company or its assigns and binds himself not to retain copies of any of them.
  - f. The Company may forthwith terminate the employment, if the MD & CEO shall at any time be prevented by ill-health or accident from performing his duties.
  - g. The Company shall be entitled to forthwith terminate the agreement if the MD & CEO becomes insolvent or makes any composition or arrangement with his creditors or he ceases to be a Director of the Company.
  - h. In the case of death of the MD & CEO in the course of his employment, the Company shall pay to his legal representatives the remuneration for the then current month in addition to such other sum as the Board may determine.
  - i. If the MD & CEO is guilty of inattention to or negligence in the conduct of the business or of any other act or omission inconsistent with his duties or of any breach of this Agreement which in the opinion of the Board renders his retirement from the office, the Company by not less than ninety days' notice in writing to him determine this Agreement and upon the expiration of such notice the MD & CEO shall cease to be the Director of the Company.
  - j. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party ninety days' notice in writing in that behalf without the necessity of showing any cause and on the expiry of the period of such notice this Agreement shall stand determined and the MD & CEO shall cease to be the Director of the Company, provided that the aforesaid notice may be waived mutually by the parties hereto.

Mr. Pabitrakumar Bhattacharyya satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for his reappointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. He is not debarred from holding of office of Director pursuant to any Securities and Exchange Board of India Order or any other authority. This Statement setting out material facts and the resolution may be treated as a written contract setting out the terms of re-appointment of Mr. Pabitrakumar Bhattacharyya

under Section 190 of the Act.

Except as mentioned above, none of the Directors and/ or Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested either directly or indirectly, financially or otherwise in the Resolution mentioned at Item No. 4 of the Notice.

Based on the consideration and recommendation of the NRC, the Board of Directors recommends Special Resolution forming part of Item No. 4 of the accompanying Notice for approval of the Members.

Members are requested to consider approving re-appointment and remuneration of Mr. Pabitrakumar Bhattacharyya as MD & CEO from 10th August 2026 up to 9th August 2029.

#### **ADDITIONAL INFORMATION AS PER SCHEDULE V**

##### **(I) GENERAL INFORMATION:**

- 1) Nature of Industry: Unichem Laboratories Limited (ULL) is an integrated pharmaceutical company and manufactures and markets a large basket of APIs as well as pharmaceutical formulations as branded and generics in several regulated and unregulated markets around the world. The company's products cater to a diverse range of therapeutic areas such as cardiology, gastroenterology, diabetology, psychiatry, neurology, anti-bacterial, anti-infective and pain management. As on date, the company has formulations manufacturing facilities in Goa, Baddi (Himachal Pradesh), and Ghaziabad (Uttar Pradesh), while its API manufacturing facilities are in Pithampur (Madhya Pradesh), Roha, and Kolhapur (Maharashtra). The R&D Centre called the Centre of Excellence is in Goa. The Company derives significant share of its revenue from regulated markets, primarily the US, Brazil and Europe, with its US operations remaining the largest contributor.
- 2) Date or expected date of commencement of commercial production: The Company started commercial production in the year 1962.
- 3) In the case of new companies, the expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
- 4) Financial performance based on given indicators: As given in Table 1.
- 5) Earnings in Foreign Exchange (₹ in crs): As given in Table 2.
- 6) Foreign investments or collaborations if any: The Company does not have any foreign investment or collaborations except direct investments in five Wholly Owned Overseas Subsidiaries (WOS) and an Associate Company in India as given in Table 3.

##### **(II) INFORMATION ABOUT THE APPOINTEE: Mr. Pabitrakumar Kalipada Bhattacharyya**

1. Brief Background: Refer the Statement (Item No. 4) above setting out material facts pursuant to Section 102(1) of the Act and in Annexure 1, is not repeated here for the sake of brevity.
2. Past Remuneration: Mr. Bhattacharyya as per the approval given by the shareholders is currently drawing a total remuneration of ₹ 3.71 crores
3. Recognition or awards: Received the following awards for leading various teams at the manufacturing locations in Ipca Group.
  - a. First Prize from the Bureau of Energy Efficiency, Government of India- New Delhi in the year 2016 and 2018.
  - b. Received Silver, Gold and Platinum SEEM Award. (Society of Energy Engineers and Managers) in the year 2017, 2020, 2021, 2022, 2023 and 2024.
  - c. Received award on environment protection and management in the year 2022.
  - d. National Water Award from Ministry of Jal Shakti (Department of water resources) in the year 2020.
  - e. Certificate with 4 Stars rating in pharmaceutical category from the State Pollution Control Board.
  - f. Narayan Meghaji Lokhande Safety Award from the Government of Maharashtra in the year 2023.
  - g. Best Safety Practices Award from National Safety Council and Directorate of Industrial Safety and Health.
4. Job Profile and his suitability / Remuneration proposed to be paid: Refer the Statement (Item No. 4) above setting out material facts pursuant to Section 102(1) of the Act and Annexure 1, and is not repeated here for the sake of brevity.
5. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The remuneration payable to Mr. Bhattacharyya has been considered by the NRC based on his profile, knowledge, experience, and responsibilities to be discharged by him.
6. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Mr. Bhattacharyya has no other pecuniary relationship with the Company, Directors or any Key Managerial Personnel or their relatives except to the extent of the remuneration drawn by him. He is not related to any Directors or Key Managerial Personnel or their relatives. He owns one share in the Company.

## (III) OTHER INFORMATION:

- Following the sale of its domestic formulations business, the company focused on scaling up its international formulations business, especially in the US. The Company's operations are backward integrated with expansion of API facilities is expected to strengthen cost structure and improve operating leverage. The Company has a clean track record with respect to regulatory inspections. It has completed its various capex plans and is working towards optimisation of its capacities which is expected to give returns in the coming years, however it is envisaged that there may be loss / inadequacy of profits during the period for which remuneration is payable to Mr. Bhattacharyya and hence the said Resolution for the approval of the Members.
- Steps taken or proposed to be taken for improvement: After the acquisition in 2023 by Ipca Laboratories Limited (Ipca), the Company had successfully executed a comprehensive 360° business turnaround strategy focused on operational excellence, supply chain optimisation, energy conservation and sustainable operational improvement. The transformation was driven through manufacturing cost optimisation, yield improvement, power and fuel reduction, solvent recovery, purchase price reduction, air freight optimisation, capacity enhancement without major capex, new product transfer, manpower optimisation and EHS & sustainability initiatives. Ipca has a strong API franchise with backward integration that will enable your Company to scale up its global generic portfolio and increase its market share with cost efficiency and competitiveness. Your Company has benefited from the operational synergies with Ipca, which helped optimise its input costs through centralised raw material procurement and lower logistics costs. As Ipca is present in various geographies, the Company will be able to expand, especially in the rest of the world (RoW) markets, aiding its growth. Further, the Company is expected to leverage on the financial flexibility which its parent enjoys in the banking and financial channels.
- Expected increase in productivity and profits in measurable terms: In view of above, these initiatives will significantly strengthen margins, improve operational efficiency and enhance your Company's long-term business competitiveness.

## (IV) DISCLOSURES:

The disclosures on the remuneration package of Directors and details of all elements of the remuneration package, details of fixed components, etc. is mentioned in the Corporate Governance Section of the Annual Report 2025-26 of the Company.

**Table. 1 - Financial performance based on given indicators:**

(₹ in crores)

Particulars	2023-24 (Audited)		2024-25 (Audited)		2025-26 (Audited)	
	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated
Total Income	1,472.55	1,816.70	1,776.53	2,146.29	1,475.19	2,264.91
Profit before depreciation, interest and tax <sup>†</sup>	60.07	96.07	267.52	278.62	71.33	201.80
Profit after tax	(92.18)	(93.76)	162.96	137.52	158.94	252.84

# Before Foreign Exchange gain/loss

**Table. 2 - Earnings in Foreign Exchange (accrual basis) (audited & standalone basis)**

(₹ in crores)

Particulars	2023-24	2024-25	2025-26
Foreign Exchange Earned	1,287.67	1,484.01	1,562.05

**Table. 3 - Foreign investments or collaborations**

(₹ in crores)

Name of the Wholly Owned Subsidiary (WOS) and Associate Company	Invested Value as per audited Standalone accounts (31st March 2026)
Niche Generics Limited, UK (WOS)*	69.09
Unichem Farmaceutica Do Brasil Ltda, Brazil (WOS)*	70.87
Unichem Pharmaceuticals (USA) INC (WOS)	38.25
Unichem SA (Pty) Limited, South Africa (WOS)	0.12
Unichem (China) Pvt. Ltd. (WOS)	7.21
Synchron Research Services Pvt. Ltd (Associate)*	5.69

\* Impairment wholly provided in books

## **Item No. 5**

The Board of Directors at its Meeting held on 22nd May 2026, based on the recommendation of the Audit Committee, appointed Kishore Bhatia & Associates (Firm Registration No. 00294) Cost Accountants, Mumbai as Cost Auditors for undertaking Cost Audit of the Cost Accounting Records maintained by the Company for the financial year ending 31st March 2027, at a remuneration not exceeding ₹ 6.00 Lakhs (Rupees Six Lakhs only) plus applicable taxes and out-of-pocket expenses at actuals. The auditors have confirmed that they are eligible for appointment as Cost Auditors.

As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the said Cost Auditors is required to be ratified by the Members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 except to the extent of their shareholding, if any, in the Company.

Accordingly, resolution at Item No. 5 of the Notice, is recommended by Board of Directors for Members approval as an Ordinary Resolution.

By order of the Board of Directors,  
For **Unichem Laboratories Limited**

**Pradeep Bhandari**

Head – Legal & Company Secretary  
Membership No.: A14177

Mumbai  
22nd May 2026

### **Registered Office:**

47, Kandivli Industrial Estate,  
Kandivli (West), Mumbai – 400 067,  
Maharashtra, India

**Annexure 1**

**As required by Regulation 36(3) of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2) as laid down by The Institute of Company Secretaries of India, additional information relating to the particulars of the Director is given herein:**

**Details of Director seeking retirement by rotation / re-appointment**

<b>Name of the Director</b>	<b>Pabitrakumar Bhattacharyya</b>
Date of birth and age	17.04.1969 / 57 years
DIN No.	07131152
Date of Appointment	10.08.2023
Qualifications	B.Sc. Chemistry (Hons.), B.Tech (Chemical)
Experience in years	Over 30 years
Brief Profile, Qualification and Expertise in Specific Functional Area	<p>Mr. Pabitrakumar Bhattacharyya, is a B.Tech. (Chemical) from UDCT and has done his B.Sc. Chemistry (Hons.) from Calcutta University. He has previously worked with several reputed pharmaceutical companies in India.</p> <p>He has a rich experience in manufacturing and technical excellence, productivity and capacity enhancement without significant capital investment, business excellence, project management, process improvement, energy optimisation, process development, quality assurance, strategic planning, cost reduction through innovations, cost analysis and control as well as process automation.</p> <p>He has been instrumental in the major turnaround strategy of the Company. Under his leadership, Unichem Laboratories has demonstrated strong operational resilience, significant operational improvement, enhanced yield improvement in manufacturing processes and strengthening of global business expansion.</p> <p>His leadership has played a critical role in transforming the organisation into a more agile and sustainable long-term growth by focusing on value creation for the Company.</p>
Terms and Conditions of appointment and proposed remuneration to be paid	As mentioned in the explanatory statement under item no. 4 of this Notice
Remuneration payable	As mentioned in the explanatory statement under item no. 4 of this Notice
Number of Meetings of the Board attended during FY 2026	Five
No. of shares held in the Company	One
Directorships in other Companies (excluding Foreign Companies)	One
Membership/Chairmanship of Committees	Member of the following Committees of Unichem Laboratories Limited: <ul style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Risk Management Committee</li> <li>c. Stakeholders Relationship Committee</li> <li>d. Corporate Social Responsibility Committee</li> </ul>
Resigned/retired as a Director in any listed entities in the past three financial years	None
Relationship between Directors inter-se	None

# Directors' Report

Dear Members,

The Board of Directors are pleased to present the 63rd Annual Report with audited financial statements (standalone and consolidated) of the Company for the financial year ended 31st March 2026.

## Standalone and Consolidated Financial Results

(₹ in crores)

Particulars	Standalone		Consolidated	
	Year ended 31st March 2026	Year ended 31st March 2025	Year ended 31st March 2026	Year ended 31st March 2025
<b>Revenue from operations</b>	<b>1,412.29</b>	<b>1,735.70</b>	<b>2,201.85</b>	<b>2,110.97</b>
Other Income	62.90	40.83	63.06	35.32
<b>Total Income</b>	<b>1,475.19</b>	<b>1,776.53</b>	<b>2,264.91</b>	<b>2,146.29</b>
<b>Profit/(loss) before tax and exceptional items</b>	<b>(17.57)</b>	<b>178.68</b>	<b>90.52</b>	<b>154.59</b>
Exceptional items - Income	226.98	4.00	201.86	-
<b>Profit/(loss) before tax</b>	<b>209.41</b>	<b>182.68</b>	<b>292.38</b>	<b>154.59</b>
Current tax	-	-	3.57	18.39
Deferred tax	50.03	19.72	35.53	(1.20)
Short / (Excess) provision of tax for earlier years	0.44	-	0.44	(0.12)
<b>Profit/(loss) for the year</b>	<b>158.94</b>	<b>162.96</b>	<b>252.84</b>	<b>137.52</b>

In compliance with the provisions of Section 129(3) of the Companies Act, 2013 ("the Act"), the audited consolidated financial statements of the Company forms an integral part of this Annual Report.

On a consolidated basis, the revenue from operations for the financial year stood at ₹ 2,201.85 crores, as compared to ₹ 2,110.97 crores in the previous financial year, representing a growth of 4.31%. On a consolidated basis, profit before tax and exceptional income was ₹ 90.52 crores as compared to ₹ 154.59 crores in the preceding year. Profit for the year stood at ₹ 252.84 crores against ₹ 137.52 crores reported in the previous year.

On a standalone basis, the revenue from operations for the financial year stood at ₹ 1,412.29 crores, compared to ₹ 1,735.70 crores in the previous financial year. Profit for the year was ₹ 158.94 crores as compared to ₹ 162.96 crores in the preceding year.

There have been no material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this Report. Additionally, there has been no change in the nature of the Company's business during the year under review.

### Review of Subsidiaries and Associates

As of 31st March 2026, the Company has five subsidiary companies and one associate company. In accordance with the applicable regulatory requirements, the financial information of these entities has been presented in Form AOC-1, which forms part of the consolidated financial statements.

For additional information relating to the impairment of investments in the associate company and the wholly owned subsidiaries, kindly refer to Notes 6, 37 and 40 of the standalone financial statements.

### Availability of Subsidiary Financial Statements:

The audited financial statements of all subsidiary companies are available on the Company's website at [www.unichemlabs.com](http://www.unichemlabs.com). These documents may also be inspected during business hours at the Company's Registered Office, in accordance with the provisions of Section 136 of the Act. Shareholders who wish to obtain a copy of the subsidiary accounts may send a written request to the Company Secretary at the Registered Office or email their request to [shares@unichemlabs.com](mailto:shares@unichemlabs.com).

### Material Subsidiary:

Unichem Pharmaceuticals (USA) Inc. is classified as a material subsidiary in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Company's Policy on Material Subsidiaries. The Policy on Material Subsidiaries is available on the Company's website at: <https://www.unichemlabs.com/pdf/policies/policy-on-material-subidiaries.pdf>.

### Dividend

In order to conserve resources, the Board of Directors has not recommended any dividend on the Equity Shares for the financial year. In line with the requirements of the Listing Regulations, the Company has formulated a Dividend Distribution Policy, which is available on its official website at: <https://www.unichemlabs.com/pdf/policies/dividend-distribution-policy.pdf>.

### Share Capital

The Company's authorised and paid-up share capital of the Company remained unchanged during the year under review. The Company has not issued any shares with differential voting rights or sweat equity.

### Employees Stock Options Scheme 2018

The Unichem Employee Stock Option Scheme 2018 ("the Scheme") remains in force and continues to be administered by the Nomination and Remuneration Committee ("NRC"). No amendments were carried out to the Scheme during the financial year under review except change in the exercise period granted to an employee of the Company's subsidiary holding vested ESOPs.

In accordance with Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the necessary disclosures pertaining to the Scheme have been made available on the Company's website at <https://www.unichemlabs.com/annual-report.php>.

M/s. Alwyn Jay & Co., Secretarial Auditors, have issued a certificate confirming that the Scheme has been implemented in compliance with the applicable regulatory requirements and the resolution passed by the shareholders at the general meeting. This certificate will be available for inspection by the members at the forthcoming Annual General Meeting ("AGM").

### Credit Rating

The Company's banking facilities continue to be rated by ICRA. During the year, ICRA has reaffirmed the Company's long-term credit rating to A+ (pronounced ICRA A Plus) with a stable outlook. The Stable outlook on the long-term rating factors the expected growth in the company's revenues & earnings and synergies as a subsidiary of the Ipca Group. The integration with Ipca shall provide Unichem strategic advantages, operational synergies & access to Ipca's established distribution network.

### Management Discussion and Analysis

In compliance with Regulation 34(2), read with Part B of Schedule V of the Listing Regulations, the Management's Discussion and Analysis ("MDA") Report giving the details on review of operations, performance, opportunities, and outlook of the Company forms an integral part of this Report and is annexed herewith as **Annexure A**.

### Corporate Governance

Our corporate governance practices are a reflection of our value system encompassing our culture, policies and relationships with our stakeholders. The Company continues to uphold exemplary governance practices across all its operations.

The Corporate Governance Report for the year forms an integral part of this Report as **Annexure B**, along with a certificate issued by **M/s. N. A. Shah Associates LLP**, Statutory Auditors, confirming the Company's compliance with the corporate governance requirements prescribed under the Listing Regulations.

### Directors and Key Managerial Personnel

The Company's Board comprises accomplished professionals from diverse fields, each contributing significant expertise, domain knowledge, and experience. This well-balanced composition of Executive and Independent Directors ensures robust deliberations and effective decision-making by blending strong business insight with independent judgment.

During the year under review:

- Board has approved redesignation of Mr. Pabitrakumar Bhattacharyya from Managing Director ("MD") to MD & Chief Operating Officer ("CEO") effective 22nd May 2026.
- None of the Non-Executive Directors had any pecuniary relationship or engaged in any transaction with the Company, other than the receipt of sitting fees.

#### a. Retirement by Rotation

In accordance with Section 152 of the Act and the Company's Articles of Association, Mr. Pabitrakumar Bhattacharyya is liable to retire by rotation at the forthcoming AGM and, being eligible, has offered himself for re-appointment. The Board of Directors, acknowledging his significant contributions, recommends his re-appointment. The resolution seeking shareholders' approval, along with the requisite details, forms part of the Notice convening the AGM.

**b. Re-appointment of Managing Director**

Mr. Bhattacharyya has played a pivotal role in transforming the Company into a profitable and globally competitive enterprise through enterprise transformation, manufacturing excellence, Research & Development, product innovation, product commercialisation, cost optimisation, cost reduction initiatives, productivity enhancement and capacity enhancement without significant capital investment, energy optimisation, environmental excellence, operational restructuring, supply chain optimisation, digital transformation and disciplined cost management. Under his leadership, the Company has strengthened its presence across regulated and emerging markets, expanded its product pipeline and CMO business, enhanced strategic partnerships, reinforced regulatory compliance through successful global inspections, and accelerated growth across both API and formulation businesses. With over three decades of leadership experience in the global pharmaceutical industry, his strategic vision, extensive expertise and proven track record in delivering sustainable growth and operational excellence, the Board was confident that his continued leadership will be highly beneficial to the Company. The terms and conditions of re-appointment, including remuneration, are in accordance with the applicable provisions of the Act and are set out in the Notice convening the ensuing AGM.

**c. Independent Directors (“IDs”)**

All Independent Directors (“IDs”) have confirmed their continued compliance with the independence criteria prescribed under Section 149(6) of the Act and Regulation 16(b) of the Listing Regulations. Furthermore, in accordance with Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the IDs have affirmed that they are registered with the databank maintained by the Indian Institute of Corporate Affairs and have successfully passed the prescribed proficiency test, where applicable. They have also confirmed that there has been no change in circumstances affecting their independence and that they continue to adhere to the Code of Conduct for Independent Directors.

Based on the disclosures submitted, none of the IDs are disqualified or debarred from serving as Directors under Section 164 of the Act, any SEBI order, or any other applicable authority. The Board has reviewed these declarations in accordance with Regulation 25(9) of the Listing Regulations and confirms that the IDs continue to maintain independence from management.

The Board further acknowledges that the IDs possess a high level of integrity, expertise, and experience across a broad spectrum of areas, including manufacturing, operations, finance, human resources, strategy, sales and marketing, auditing, and risk management which are beneficial to the Company.

A comprehensive matrix outlining the skills, expertise, and competencies of all Directors, including IDs, along with details of the familiarization programme for Directors, is provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

**i. Completion of tenure**

The term of appointment of Mrs. Priti Puri as an ID of the Company was completed on 20th March 2026. The Board of Directors of the Company places on record utmost appreciation and gratitude for the meaningful contribution made by Mrs. Priti Puri during her tenure as an ID with the Company.

**ii. Appointment of new Independent Director**

Based on the recommendations of the NRC, the Board had approved the appointment of Dr. (Ms.) Swati Patankar (DIN 06594600) as Non-Executive and Independent Director of the Company for a term of five consecutive years with effect from 5th February 2026. The members of the Company, by way of a special resolution passed through Postal Ballot, approved her appointment on 27th March 2026.

**d. Key Managerial Personnel (“KMP”)**

As of the date of this report, the Key Managerial Personnel of the Company are:

- a. Mr. Pabitrakumar Bhattacharyya, MD & CEO;
- b. Mr. Pradeep Bhandari, Head – Legal & Company Secretary; and
- c. Mr. Sanjay Jain, Chief Financial Officer.

**Board Performance and Evaluation**

In accordance with the requirements of the Act and the Listing Regulations, the Board carried out its annual evaluation of its own performance, its Board Committees, individual Directors, and the Chairman. The evaluation was conducted using a structured questionnaire designed separately for the Board, each Committee, the Chairman, and individual Directors. Further details of this evaluation process are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

### Salient features of the Nomination and Remuneration Policy

Based on the recommendation of the NRC, the Board has formulated a policy governing the selection, appointment, and remuneration of Directors, KMP, and Senior Management. This policy is available on the Company's website at: <https://www.unichemlabs.com/pdf/policies/nomination-and-remuneration-policy.pdf>.

The Policy broadly lays down the guiding principles, philosophy, and the basis for payment of remuneration to the Executive and Non-Executive Directors, KMP, and Senior Management team. This approach is fully aligned with the Company's Remuneration Policy, which aims to ensure fairness, competitiveness, and industry alignment in compensation practices.

#### i. Managing Director

The remuneration of the Whole-time Director consists of both fixed and variable components. The fixed portion includes salary, perquisites, and allowances, while the variable component comprises commission recommended, if any, as stipulated in the terms of appointment. The remuneration structure is determined based on the recommendations of the NRC and approved by the Board of Directors, subject to shareholders' approval and is within the limits prescribed under the Act and applicable Rules.

#### ii. Non-Executive Directors

Non-Executive Directors are compensated through sitting fees for attending meetings of the Board and its Committees, in accordance with the provisions of the Act and relevant rules. Apart from sitting fees, no other remuneration is paid to Non-Executive Directors.

#### iii. KMP, Senior Management, and Other Employees

The remuneration framework for KMP, Senior Management, and other employees primarily includes basic salary, perquisites, allowances, and performance-linked incentives, such as Employee Stock Options wherever applicable. Perquisites and retirement benefits are extended in line with the Company's established policies. While structuring these remuneration packages, the Company considers the prevailing employment market and compensation trends within the industry to ensure competitiveness and alignment with market standards.

### Significant and Material Orders passed by the Regulators/Courts/Tribunals

During the year, the Company had paid an amount of Euro 16,753,873.41 against EU Commission demand notice relating to Perindopril patent dispute of 2005. Apart from above, no significant or material orders were passed by any regulatory authority, court, or tribunal that would affect the Company's going concern status or future operations.

### Corporate Social Responsibility ("CSR")

The Corporate Governance Report sets out the composition and terms of reference of the CSR Committee. The Company has also adopted a CSR Policy. In accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Annual Report on CSR activities is annexed as **Annexure C** and forms an integral part of this Report. The CSR Policy is available on the Company's website at: <https://unichemlabs.com/pdf/policies/corporate-social-responsibility-CSR-policy.pdf>.

### Statutory Auditors

M/s. N. A. Shah Associates LLP, Chartered Accountants (Firm Registration No. 116560W/W100149) ("M/s. N. A. Shah"), continue to serve as the Statutory Auditors of the Company.

At the 59th AGM held on 9th August 2022, the Members re-appointed M/s. N. A. Shah for a second term of five consecutive years, commencing from the conclusion of the 59th AGM and extending until the conclusion of the 64th AGM, scheduled in 2027.

The Notes to the Financial Statements, as referred to in the Auditor's Report, are self-explanatory and do not call for any additional comments.

The Auditor's Report for the financial year under review contains no qualifications, reservations, adverse remarks, or disclaimers that may call for any explanation from the Board of Directors. M/s. N. A. Shah have confirmed their continued eligibility to act as the Statutory Auditors of the Company. They have further confirmed that their firm has undergone peer review by the Institute of Chartered Accountants of India ("ICAI") and holds a valid certificate issued by the ICAI's Peer Review Board.

### Cost Auditors

In accordance with the provisions of Section 148(1) of the Act, the Company maintains the required cost records, which are subject to audit by the Cost Auditors. Pursuant to Section 148(6) of the Act read with Rule 6(6) of the Companies (Cost Records

and Audit) Rules, 2014, the Cost Audit Report for the financial year ending 31st March 2026, in Form CRA-4 (XBRL format), will be filed with the Ministry of Corporate Affairs within the prescribed timeframe.

Based on the recommendation of the Audit Committee, the Board of Directors has appointed M/s. Kishore Bhatia & Associates, Practicing Cost Accountants, as the Cost Auditors of the Company for FY 2027. The firm has confirmed that their appointment complies with the applicable provisions of the Act and the rules framed thereunder. They have also affirmed their eligibility to serve as the Cost Auditors of the Company for the year ending 31st March 2027.

In accordance with Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditors for FY 2027 is subject to ratification by the members of the Company. The Board accordingly recommends the remuneration for approval at the forthcoming AGM. The relevant resolution seeking such ratification forms part of the Notice convening the AGM.

### **Secretarial Audit**

At the 62nd AGM held on 4th August 2025, the Members have appointed M/s. Alwyn Jay & Co., Practicing Company Secretaries, for a term of five consecutive years, effective 1st April 2025. The Secretarial Audit Report issued by M/s. Alwyn Jay & Co. is annexed as **Annexure D** to this Report. The Report contains no qualifications, reservations, or adverse remarks and is self-explanatory, requiring no further clarification.

Furthermore, M/s. Alwyn Jay & Co. have issued the Secretarial Compliance Report for the financial year ending 31st March 2026. The Report confirms the Company's compliance with all applicable laws, rules, and regulations, and further states that no enforcement actions were initiated during the year by SEBI or the Stock Exchanges against the Company, its material subsidiaries, or its promoters/directors. The Company has also uploaded the Report on the websites of BSE and NSE within the prescribed timelines.

During the year under review, the Statutory Auditors, Internal Auditors, Secretarial Auditors, and Cost Auditors did not report any instance of fraud involving the Company's officers or employees under Section 143(12) of the Act. Accordingly, no disclosures are required in this regard in the Board's Report.

### **Compliance with Secretarial Standards**

During FY 2026, the Company complied with all applicable Secretarial Standards, as amended, issued by the Institute of Company Secretaries of India.

### **Meetings of Board**

Five Board meetings were held during the year, the details of which are provided in the Corporate Governance Report.

### **Committees of the Board**

The Board has instituted five committees: Audit, Nomination and Remuneration, Corporate Social Responsibility, Stakeholders' Relationship, and Risk Management. All recommendations put forward by these committees have been duly accepted by the Board. Comprehensive details on the composition of each committee, the frequency of their meetings, and other relevant information are outlined in the Corporate Governance Report.

### **Related Party Transactions ("RPTs")**

In line with the requirements of the Listing Regulations, the Company has formulated a Policy on Related Party Transactions ("Policy") which is also available on the Company's website at <https://www.unichemlabs.com/pdf/policies/related-party-transactions-policy.pdf>.

During the year under review, the Company complied with all applicable regulatory requirements relating to RPTs. Omnibus approval from the Audit Committee was obtained for transactions of a repetitive nature, while prior approvals from the Audit Committee and/or the Board of Directors were secured wherever required before entering into such transactions. All RPTs were carried out on an arm's length basis and, in cases where they were not in the ordinary course of business, the necessary approvals from the Board were duly obtained. Details of RPTs undertaken during each quarter were subsequently placed before the Audit Committee for its review.

There were no contracts or arrangements requiring disclosure in Form AOC-2 pursuant to Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. Furthermore, no transactions were identified that could potentially give rise to a conflict of interest with the overall interests of the Company, in line with the Company's Policy on the Materiality of Related Party Transactions.

Members have through Postal Ballot approved following material related party transactions to be entered into for FY 2027:

- a. Ipca Laboratories Limited with Unichem Pharmaceuticals USA Inc., wholly owned subsidiary of Unichem Laboratories Limited;
- b. Unichem Laboratories Limited with Unichem Pharmaceuticals USA Inc.

Further, other than shareholding in the Company, receipt of remuneration, and payment of sitting fees, as approved by the Board there were no pecuniary transactions involving any Director or KMP that could potentially give rise to a conflict of interest.

Related party disclosures in accordance with Ind AS 24 are provided in the Notes to Accounts forming part of the financial statements.

### **Internal control system and Risk Management**

Your Company has established adequate internal financial controls over financial reporting, which are commensurate with the size, scale, and complexity of its operations. An external firm, M/s. Ram Agarwal & Associates, Chartered Accountants, has been appointed as Internal Auditors to independently assess the adequacy and effectiveness of the design, implementation and functioning of internal controls, systems, and processes. The internal control systems and the risk management framework are elaborated in detail in the Management Discussion and Analysis section, which forms an integral part of this Report.

### **Whistle Blower Policy**

The Company upholds a zero-tolerance approach towards any form of unethical conduct, underscoring its strong commitment to integrity and ethical business practices. Your Company has framed a Vigil Mechanism Policy in confirmation with Section 177(9) of the Act and Regulation 22 of Listing Regulations wherein the employees are free to report any improper activity resulting in violation of laws, rules, regulations or code of conduct by any of the employees. The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy.

During the year under review, the Company reached out to employees through Workshops, training sessions, e-learning modules and periodic communications to create greater awareness with respect to its Whistle Blower policy including its other policies on Code of Conduct and Anti-bribery.

The mechanism includes adequate safeguards to protect whistleblowers against retaliation or victimisation. During the year under review, no person was denied access to the Audit Committee, and no complaints were received. The Whistle Blower Policy is available on the Company's intranet as well as its website, and concerns may be reported through the designated email address: [whistleblower@unichemlabs.com](mailto:whistleblower@unichemlabs.com).

### **Particulars of Employees**

The disclosures pertaining to remuneration and other required particulars, in accordance with Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, are provided in **Annexure E** forming part of this Report.

Pursuant to Section 136 of the Act, the statement containing particulars of employees as prescribed under Section 197 read with Rules 5(2) and 5(3) of the aforesaid Rules is not being circulated to the Members along with this Annual Report. However, Members who wish to obtain a copy of the same may submit a written request to the Company Secretary, quoting their Folio No./DPID & Client ID, at [shares@unichemlabs.com](mailto:shares@unichemlabs.com).

### **Sustainability at Unichem**

The fulfilment of environmental, social and governance responsibility is an integral part of the way our Company conducts its business. Sustainability has become a key focus across all our operations, and we remain committed to conserving resources throughout our business activities. During the year, we achieved a significant 73% reduction in Scope 1 GHG emissions compared to our 2022 baseline and further reductions are anticipated in the coming years. The Company is in the process of installing solar plant for electricity requirements of its Roha and Kolhapur facilities. Power Purchase Agreements for Roha and Kolhapur are currently in progress, which are expected to contribute to a reduction in Scope 2 GHG emissions. In the current year, the Company has achieved 10% reduction in Scope 2 GHG emissions.

### **Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo**

The disclosures as required under Section 134(3)(m) of the Act, read with the applicable rules, are set out in **Annexure F** forming part of this Report.

**Business Responsibility and Sustainability Report (“BRSR”)**

The Company continues to remain committed to generating a positive impact across economic, social, and environmental dimensions. In compliance with Regulation 34(2)(f) of the Listing Regulations, the BRSR for FY 2026 is provided as **Annexure G** and forms an integral part of this Annual Report.

**Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

At Unichem, we strive to create an environment where there is no discrimination between individuals at any point on the basis of race, colour, gender, religion, political opinion, social origin or age. The Company is committed to fostering a safe, inclusive, and respectful workplace where employees can discharge their responsibilities without prejudice, gender bias, or any form of harassment. The Management continually endeavours to sustain a work environment that promotes dignity and equality, free from discrimination and sexual harassment.

In accordance with the provisions of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has adopted a comprehensive Policy on Prevention of Sexual Harassment at the Workplace. The Company has complied with provisions relating to the constitution of Internal Complaints Committee (“ICC”) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the corresponding rules to address and resolve complaints relating to sexual harassment. The Policy sets out the framework for redressal of complaints and the inquiry process to be followed by the ICC, and is applicable to all women employees, including those engaged on a permanent, temporary, contractual, or trainee basis.

The Policy also provides adequate safeguards against retaliation or victimisation of individuals who report concerns in good faith. Awareness programmes are conducted at unit levels to sensitise the employees to uphold the dignity of their colleagues at the workplace. At Unichem, every individual is expected to treat colleagues with respect and dignity.

The details of complaints received and disposed off by the ICC during FY 2026 are as under:

Details of complaints received during the year	Number of complaints disposed of during the year	Number of cases pending for more than 90 days
0	0	0

**Annual Return**

Pursuant to the provisions of Section 92(3) and Section 134 of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is hosted on the Company’s website and can be accessed at <https://www.unichemlabs.com/annual-report.php>.

**Particulars of Loans, Guarantees and Investments**

The details of loans, guarantees, and investments made pursuant to Section 186 of the Act are disclosed in Notes Nos. 6, 7, 13, 35, and 52 to the standalone financial statements.

**Other disclosures**

During the year under review, there were no transactions requiring disclosure or reporting in relation to the following matters:

- Acceptance of deposits in terms of Chapter V of the Act;
- Transfer of any amounts to reserves;
- Any material changes or commitments impacting the financial position of the Company occurring between the end of the financial year and the date of this Report.

**Compliance under Maternity Benefits Act, 1961**

Your Company is in compliance with the provisions of the Maternity Benefits Act, 1961 for the year ended 31st March 2026.

**Human Resource, health and safety**

The Company continues to focus on building an inclusive and empowering workplace that recognises employee contributions while encouraging continuous growth and development opportunities.

Further, the Company accords the highest priority to safeguarding human health, ensuring workplace safety, and protecting the environment. It remains committed to upholding robust health and safety standards across all its plants and facilities, which form the cornerstone of its Environmental, Health, and Safety (EHS) management systems and governance framework.

**Directors' Responsibility Statement**

To the best of their knowledge and belief, and based on the information and explanations made available to them, your Directors hereby confirm the following statements in accordance with Section 134(3)(c) of the Act.:

- a. that in preparation of annual accounts for the year ended 31st March 2026, the applicable accounting standards have been followed and no material departures, have been made from the same;
- b. that such accounting policies have been selected and applied consistently and made judgements 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 the end of the financial year ending 31st March 2026 and Profit /Loss for that year;
- c. that proper and sufficient care has been taken 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. that the annual accounts have been prepared on a going concern basis;
- e. that the internal financial controls were in place and that they were adequate and operating effectively; and
- f. that systems to ensure compliance with the provisions of all applicable laws were devised and such systems were adequate and operating effectively.

**Acknowledgement**

Your Directors place on record their appreciation for the continued co-operation and support extended by the Company's parent company, bankers, associates and Central and State Governments and look forward to their sustained support and collaboration in the future. A profound thanks to our employees, suppliers and partners for your remarkable dedication and contributions throughout the year. We also deeply appreciate the trust and support of our valued customers and shareholders, who play an integral role in our continuing success.

For and on behalf of the Board of Directors,

Mumbai  
22nd May 2026

**Dr. Prakash A. Mody**  
Chairman  
(DIN: 00001285)

# Management Discussion And Analysis

## Economy

The global landscape is marked by a multitude of 'black swan' disruptions from geopolitical developments to supply chain challenges to climate change and rapid technological advancements. The year began with an escalation in tariffs, unsettling global trade patterns, particularly for export-oriented entities. Today, we live in an era of unprecedented geopolitical conflicts, uncertainty in trade policies, the accelerated climate crisis and regulations, as well as, the societal impact of dynamically evolving areas such as artificial Intelligence raising significant concerns.

The war in West Asia has created multiple vortexes of headwinds. Amid daily swings in crude oil prices, global growth prospects for 2026 appear grim. Even if the war ends soon, rebuilding energy infrastructure in West Asia may take months, if not years. A surge in energy prices and its availability could lead to higher inflation, impacting demand and this in turn would hurt corporate profitability. It is therefore expected that India's economic growth is going to be impacted in FY 2027.

The country will, however, remain among the fastest-growing major economies in FY 2027 despite headwinds from West Asia, supported by strong macroeconomic fundamentals as per the World Bank. In the said emerging backdrop, our nation demonstrates remarkable resilience to external risks, driven by strong domestic fundamentals and a stable and progressive policy framework. India continues to advance at an exceptional pace towards becoming an inclusive and sustainable developed economy.

## Global Pharma market

The Indian pharmaceutical industry is known for its generic medicines and low-cost vaccines globally. India, recognised as the 'pharmacy of the world', supplies one in five generic medicines globally and has risen from seventh place in 2019 to currently third in global export volume. India has the largest number of USFDA-compliant plants outside the US and over 2,000 WHO-GMP approved facilities, exporting to 150+ countries.

The pharmaceuticals export during the FY 2026 had shown a growth of 2.1% which is currently worth about \$1.6 trillion, with India contributing around 3% to 3.5%. India's pharmaceutical industry is poised for significant growth, with its share in the global market expected to rise to 5% by 2030, according to a report by Bain & Company. A unique aspect of India's pharma industry is that its export market is as large as its domestic market. Indian pharma exports play a crucial role in the country's economy, making up 6% of total merchandise exports by value.

Unichem, now being part of the Ipca Group and having a wide range of product portfolio and state-of-the-art R&D facility, with decades of experience and understanding of the global markets, is well positioned to serve this opportunity which will help further to consolidate our position in the market.

## Generics & Generic Formulation

In FY 2026, the global generic pharmaceuticals market continues expanding at a robust CAGR of 5% to 8% to meet rising global demand for affordable medication. The market is currently estimated to be approximately US\$ 450 to US\$ 500 billion with high growth expected in oncology, cardiovascular, and CNS therapeutic areas. The market is undergoing a structural transformation from simple oral solids to complex generics and biosimilars in this segment and looking for new opportunities in the near future in patent cliffs of blockbuster drugs.

The global pharmaceutical market is estimated to reach approximately US\$ 1.72 trillion in 2026, representing a year-over-year increase of roughly 5.8% from 2025. US remains the leading market, accounting for nearly 45% of global revenue in 2026. The Asia Pacific region is witnessing the fastest growth, driven by rapid healthcare infrastructure improvements in China and India.

India's drugs and pharmaceuticals exports stood at US\$ 30.38 billion in 2025 as compared to US\$ 27.82 billion in 2024. Indian drugs are exported to more than 200 countries in the world, with the US as the key market. Contract research and manufacturing services is becoming one of the fastest growing segments in the pharmaceutical and biotechnology industry. The pharmaceutical market uses outsourcing services from providers in the form of contract research organizations and contract manufacturing organizations.

To combat intense price erosion in traditional generics, your Company is pivoting R&D toward complex generics. These include modified-release formulations, long-acting injectables, and inhalation products which offer higher barriers to entry and more stable margins.

### Active Pharmaceutical Ingredients (“API”) market

API is a crucial segment of the pharma industry, contributing to around 35% of the market. India is the third-largest producer of API accounting for an 8% share of the Global API Industry. In December 2025, India announced a ₹ 60,000 crores API push to boost domestic pharmaceutical manufacturing and to cut import dependence.

The API division of your Company delivered a strong performance during FY 2026, even though alternate site qualification activities for API were accelerated to streamline commercial supplies as a part of the risk mitigation exercise. During the year, API domestic business accounted for 22% with Europe emerging as the key market for exports. Emerging markets faced pricing pressures and intense competition; however, business development initiatives taken with new molecules such as Montelukast, Ranolazine, Tadalafil, and Tizanidine are expected to provide fillip to your Company’s future growth. Looking ahead with new product registrations in regulated markets such as Apremilast, Lacosamide, and Memantine, alongside cost-improvement initiatives on flagship molecules, we are confident of sustainable growth going forward.

### Manufacturing Operations

Unichem’s manufacturing footprint includes three finished formulation plants and three API facilities in India, following stringent regulatory compliance and has consistently met the gold standards of the USFDA and MHRA. The Company continues to be a trusted global healthcare partner, successfully delivering high-quality pharmaceuticals that cater to its customers across the globe largely in the United States, Europe, Brazil and emerging markets including countries in Latin America, Asia Pacific region and Africa. The Company constantly upgrades its systems and processes to ensure stringent requirements of global regulation for the delivery of high-quality, cost-effective products in the international markets.

The Company continues to manufacture diverse dosage forms at a large scale, offering cost-effective and high-quality pharmaceutical products to customers worldwide. During the year, the Company manufactured formulations of around 9.4 billion tablets/capsules.

The global generic market, characterized by intense price competition, has profoundly impacted the Company’s manufacturing strategy particularly in the last quarter of FY 2026. We saw operations rapidly turning less conducive, especially for export-oriented pharmaceutical manufacturers as demand witnessed high volatility due to geopolitical uncertainty, tariff threats, trade barriers, and war situations, causing increased cost of goods sold due to supply chain disruptions.

However, several strategic initiatives were implemented across the plants during the year to increase our cost competitiveness:

- Cost reduction initiatives for energy conservation and solvent recovery.
- Optimum use of human capital with substantial reduction in overtime wages.
- Increase in the batch sizes enabled an increase in the capacities and improved manufacturing processes that resulted in yield improvements.
- Transition to eco-friendly and cost-efficient fuels continues by replacing conventional energy sources.
- The Company is also in the process of installing a solar plant for the electricity requirements of its Roha and Kolhapur facilities.

During the reporting year, two formulation facilities underwent USFDA inspections and received Establishment Inspection Reports with Voluntary Action Indicated status, reaffirming compliance with regulatory expectations. Additionally, one facility completed EU-GMP audits and successfully received EU-GMP certifications.

Safety remains a cornerstone of our operations, and we continued to foster safe work practices across our factories in FY 2026. This commitment has helped us maintain a record of zero fatalities and strive to prevent and reduce injuries. Our pledge to create a workplace that upholds the safety, health, and wellbeing of all our employees remains focused in all our activities.

### Opportunities & Threats

The global generic pharmaceuticals market continues to be a cornerstone of sustainable healthcare, where India has established itself as the leader in this space to meet rising global demand for affordable medication. As patent cliffs on major blockbuster drugs totaling over US\$ 150 billion in near future, shall unlock further opportunities for the sector.

It is imperative for India to bolster its Research and Development (“R&D”) capabilities, foster innovation, attain self-reliance in APIs and Key Starting Material, reinforce quality and compliance commitments and cement its status as a leading global destination for pharmaceutical innovation and manufacturing.

Geopolitical uncertainty has accelerated the "regionalization" of manufacturing. Major pharmaceutical players are exploring

investments in US-based manufacturing to mitigate tariff risks, marking a strategic shift toward localizing production. The market is characterized by intense pricing pressure, high regulatory scrutiny, and frequent product shortages, especially in complex and niche therapeutic segments. However, it also presents lucrative opportunities for companies with strong operational execution, regulatory agility, and a broad pipeline of ANDAs.

Unichem has maintained a disciplined focus on expanding its portfolio in the US market, with an emphasis on therapeutic areas like CNS, Cardiovascular, Anti-infectives, and Gastrointestinal. Brazil remains one of Latin America's largest pharmaceutical markets and has seen sustained growth in generics adoption by offering a consistent supply of high-quality products at competitive prices. Unichem has strengthened its brand equity in the Brazilian market. The company continues to build capabilities to navigate evolving ANVISA regulations and expand its commercial footprint.

Your Company is demonstrating its ability to adapt and focus on cost-effective manufacturing to address the challenges of policy volatility and take opportunity arising out of patent cliffs. To combat intense price erosion in traditional generics, the company is pivoting R&D towards complex generics. These include modified-release formulations, long-acting injectables, and inhalation products which offer higher barriers to entry and is expected to provide stable margins.

### **Research and Development (“R&D”)**

Unichem has consolidated all its R&D functions at one place by the creation of the Centre of Excellence (“CoE”) at Goa. The CoE is dedicated to conducting high-quality generic pharmaceutical research aimed at regulatory submissions to major global markets including the USA, Mexico, Brazil, UK, France, Germany, Italy, Spain, Japan, Korea, South Africa, Tanzania, Malaysia, Sri Lanka, and others. Regulatory filings include DMFs & ANDAs (USA), CEP, ASMF, and dossiers (EU), and JDMFs (Japan).

R&D activities follow an integrated workflow—from molecule selection to non-infringing process development, formulation innovation, bioequivalence studies, and comprehensive regulatory submissions. The CoE contributes to significant cost optimisation and superior customised solutions.

The R&D has state-of-the-art facilities to undertake formulation development of tablets, capsules, liquid orals, creams, ointments and a separate facility for injectable and pre-formulation laboratories to carry out drug-excipient compatibility studies and physical characterisation of API. Plant simulation experiments designed by Process Engineers help to anticipate and address scale up issues that the laboratory developed processes may face in the plant during technology transfer exercise. The sustained efforts of R&D over the years resulted in 84 ANDA (70 approved) filings and 79 USDMFs, 36 CEPs, 3 JDMFs, 5 China DMFs among others across various markets and therapeutic categories. During the year under review, Unichem filed one ANDA, one USDMF, 6 CEPs, 8 CADIFA given to agents and initiated new API development for API marketing purposes.

### **Financial Performance**

#### *Consolidated Operations*

On a consolidated basis, the revenue from operations for the financial year stood at ₹ 2,201.85 crores, as compared to ₹ 2,110.97 crores in the previous financial year, representing a growth of 4.31%. Profit after tax for the year stood at ₹ 252.84 crores against ₹ 137.52 crores reported in the previous financial year. Net sales for FY 2026 were higher than FY 2025, driven mainly by US & UK businesses whereas negative growth was seen in Brazil, Acasia division and in contract manufacturing operations. Unichem USA remains the largest, contributing 65% of the total revenue of your Company. The gross margin got impacted due to pricing pressure in US market, lower volumes seen in contract manufacturing and Acasia business, though UK market had shown better price realisation and volume.

The Company continues to maintain a strong focus on international markets, with exports contributing 98.5% to the total sales revenue. The Company has established its presence in the pharmaceutical formulations industry with a significant share of its revenue derived from regulated markets, primarily the US and Europe, with its US operations remaining the largest contributor.

#### *Standalone Operations*

On a standalone basis, the revenue from operations for the financial year stood at ₹ 1,412.29 crores, compared to ₹ 1,735.70 crores in the previous financial year. Profit for the year was ₹ 158.94 crores as compared to ₹ 162.96 crores in the preceding year. The Company continues to maintain a strong focus on international markets, with exports contributing 97.6% to the total sales revenue. Your Company has established its presence in the pharmaceutical formulations industry with a significant share of its revenue derived from regulated markets, primarily the US, Europe and Contract manufacturing operations (CMO) business.

During the year, the Company witnessed a modest revenue growth owing to pressures emanating from sustained price erosion and loss of volumes in select high-margin molecules in the US generics portfolio. However, the Company's growth and margins

are expected to improve gradually driven by volume-led growth strategies and continued operational integration with its parent company Ipca Laboratories Ltd ("Ipca") wherein synergies in procurement, backward integration and leverage in financial flexibility which Ipca enjoys with banking and financing channels should emerge. The Company has invested in capacity expansion of API facility, which is expected to augment its growth going forward.

The increase in cost had been contributed mainly from R&D related to products development, ANDA fee & bio equivalence studies apart from restructuring cost incurred for closure of Ireland plant and higher depreciation on account of capitalization of one of the Pithampur plant. The incremental impact due to "New Labour Codes" has been shown as employee benefit expenses under "Exceptional Items". Increase in other income is mainly arising from exchange gains and profit on sale of mutual fund investments.

The Company is further expected to benefit in terms of revenue, as Ipca, a well-established and diversified pharmaceutical company with presence in both branded and generic formulations, as well as APIs will enable the Company to scale up its global generic portfolio and increase its market share with cost efficiency and competitiveness through centralised raw material procurement and lower logistics cost. As Ipca is present in various geographies, your Company will be able to expand to new geographies, especially in the rest of the world (RoW) markets, aiding its revenue growth.

The manufacturing facilities of the Company are accredited by various regulatory authorities across the globe and your Company has a clean track record with respect to regulatory inspections including from USFDA. Nevertheless, the ongoing West Asia conflict may keep supply chain costs at elevated level in the near term, which may impact the margins.

### **Risk & Concern**

The Indian pharma sector is fraught with many challenges, including geopolitical tensions, supply chain issues, pricing pressures and increased scrutiny by global regulatory agencies, among others that need to be overcome. The pharmaceutical industry faces numerous business risks, including regulatory compliance, supply chain disruptions and counterfeiting. Additionally, companies are exposed to product recalls and liability where their reputation stake is very high. Ensuring patient safety and maintaining high quality standards are also crucial, requiring careful risk assessment throughout the entire drug development and manufacturing process.

Digital transformation has redefined modern business, with application systems such as ERP, CRM, RPA, and AI platforms moving from just support functions to the backbone of operations, transactions, and reporting. While these systems enhance efficiency and scalability, they also introduce risks in cybersecurity.

Securing investments for R&D funding remains a formidable challenge due to the extensive financial commitments required over an extended period and the high risk of failure. India's gross expenditure on R&D and innovation is relatively low, with the country allocating merely about 0.7% of its GDP to research, trailing in innovation / new discovery behind the developed and some of the emerging economies.

Your Company has formulated a risk assessment group wherein periodic review of risk assessments is carried out to identify weaknesses, addressing them early with proper documentation to strengthen compliance and regulatory audits. Risk mitigation through multi-site validation of critical products provides operational flexibility and the ability to respond to market disruptions. During the year, mitigation efforts continued further by having adequate insurance coverage against various risks including cybersecurity. The risk identified and measures being taken are presented to the Risk Committee for its review.

### **Outlook**

India's pharmaceutical industry is projected to experience substantial growth, with exports expected to reach US\$ 350 billion by 2047 from current levels. The Indian pharmaceutical sector has around US\$ 10 billion opportunity by 2029 as various blockbuster drugs would be going off patent.

India is also emerging as a key player in the global pharmaceutical supply chain, with its Contract Development and Manufacturing Organisation ("CDMO") industry set to double to US\$ 14 billion by 2028, as per Macquarie. India's fast-growing CDMO sector presents a major strategic opportunity for global pharma outsourcing and high-value drug development partnerships.

Reinvent and innovate will be the key mantra for the Indian pharma industry going forward as it looks to move from volume to value leadership, amid emerging challenges of inflation and pricing pressures in the global markets. R&D investment, market competitiveness and regulatory scrutiny are expected to shape the growth of generics and injectable products in the pharmaceutical industry.

The pharmaceutical industry is demonstrating its ability to adapt, focusing on high-impact innovation and cost-effective manufacturing. Green manufacturing and sustainable packaging are becoming strategic priorities rather than compliance exercises, as organisations are aiming to reduce energy consumption in intensive production processes.

Despite the challenges of policy volatility and patent cliffs, the strong demand for life-saving and chronic-care medicines guarantees long-term growth for the generic portfolio, which will be beneficial for your Company. In response to environmental regulations, Unichem is implementing eco-friendly packaging and reducing waste in its production.

However, the near-term outlook remains fragile as a rise in input costs, fueled by war-led supply chain disruptions, is likely to weigh on the performance of the companies. This divergence is especially pronounced in export-oriented entities which face higher freight costs and rising material costs which are harder to pass on, especially in an uneven demand environment.

As we move in the new financial year, the balance between resilience and risk remains finely poised, external shocks—particularly those linked to energy and geopolitics—can quickly reshape market conditions and macro expectations. For turbulence to recede, we need the Middle East conflict to end quickly and clarity to emerge on the status of India's trade ties with the US. The trajectory of the global economy will depend on the duration and intensity of the current conflict, even as domestic fundamentals provide a degree of stability.

Despite the challenges of pricing volatility, the strong demand particularly for generic medicines ensures a positive long-term outlook for the sector. Your Company's strategy for the coming year emphasizes vertical integration to control costs, expanding its portfolio including in oncology and investing in advanced, patient-friendly dosage forms. Artificial intelligence and machine learning are now used for excipient ratios, predict bioavailability and shorten the drug development life cycle to further optimise the cost.

### **Internal Control Systems**

The Company places strong emphasis on internal controls as a critical component of its overall management control system. The Internal Audit and Information Technology functions play a vital role in ensuring that management is regularly informed about the adequacy and effectiveness of these controls. The Company has established a robust internal control framework, commensurate with its size and nature of operations. These controls ensure strict adherence to documented policies, guidelines, authorization protocols and approval procedures.

A comprehensive framework titled "IT Asset Allocation, Data Protection and Privacy Controls" is implemented and applicable to all employees, contractual staff, trainees, consultants, auditors, vendors, service personnel, and any individual with access to IT assets. The internal control system also includes key elements such as operational review meetings, risk management processes, and entity-level as well as process-level controls, supported by regular internal audits.

The Company has a well-defined Whistle Blower Policy that enables reporting of any misconduct or unethical behaviour. To further strengthen governance, an external firm of Chartered Accountants has been appointed as Internal Auditors. They conduct audits throughout the year to evaluate the effectiveness of internal controls, including Internal Financial Controls, and identify areas for improvement.

In addition, Statutory Auditors independently review and assess the internal control systems as part of their audit process. Their observations and recommendations are presented to the Audit Committee, ensuring timely corrective actions and continuous process improvements. Relevant suggestions are also shared with respective process owners for implementation.

All employees undergo a mandatory security induction program and are encouraged to report incidents via a 24x7 monitored mailbox. The Company has implemented advanced firewall systems and centralized Network Operations Centre monitoring to strengthen cybersecurity. Additionally, robust data restoration mechanisms are in place to ensure recovery within a few hours, supported by a comprehensive disaster recovery system for business applications and critical quality data.

### **Human Resources ("HR")**

The HR Department exemplified a people-centric approach, aligning talent strategies with business growth, regulatory compliance, and cultural vibrancy. Through proactive workforce planning, innovative engagement initiatives, and robust capability building, HR drove operational excellence, delivered significant cost efficiencies, and achieved key regulatory milestones.

HR reviewed and aligned manpower requirements with business needs to optimize resource utilization. Your Company

strategically onboarded apprentices through structured programs that met compliance standards and operational demands. These efforts provided career-start opportunities for fresh talent, delivered structured learning to them in the pharma industry, enabled agile scaling through an "earn-while-you-learn" model, and strengthened industry-academia partnerships—building a resilient talent pipeline for sustained growth.

Monthly leadership meetings with key stakeholders—including plant heads, department heads, and senior executives—strategized business initiatives, reviewed projects, and addressed operational issues, yielding strong results. These forums offered clear visibility into operational challenges, talent gaps, growth objectives, production status, resource allocation, and risk mitigation. Outcomes included faster decision-making, enhanced cross-functional collaboration, and support for Unichem's agile response to market demands.

New engagement activities strengthened team bonding, morale, and inclusivity. Highlights included shop-floor interactions, sports tournaments, spiritual/national/cultural events, family assimilation programs, and leadership sessions.

Learning and Development (L&D) remained a cornerstone, with employees logging over 135,000 man-hours of training—an average of more than 34 hours per employee. Technical and compliance modules achieved 100% coverage via shopfloor sessions, Learning Management System (LMS) self-paced learning, Train-the-Trainer programs, skill development initiatives, and external nominations. Custom modules and workshops for certified trainers bolstered internal expertise. Amid rapid digital transformation, Unichem advanced HR processes through HRMS, LMS, online audit trails, and system integrations.

Well-being efforts featured annual health check-ups, mediclaim coverage, and other employee benefits. A five-year long-term union agreement was signed amicably at Roha, affirming our commitment to harmonious industrial relations. Compliance excellence featured zero major observations in major regulatory audits across locations and factory inspector audits, alongside seamless management of customer visits, town halls, and other events.

The workforce stood at 2,815 employees as of March 31, 2026, including 9.45% women.

Entering FY 2027, HR will build on this foundation by fostering a high-performance culture, sustaining strong momentum, and empowering talent. We remain dedicated to driving business progress with the right people's strategies to achieve key objectives.

**Cautionary Statement:**

*Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be forward-looking statements. Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods' prices, changes in government regulations & policies, tax regimes, economic conditions within India and the countries within which the Company conducts business and other such factors. The Company does not undertake to update these statements.*

For and on behalf of the Board of Directors,

Mumbai  
22nd May 2026

**Dr. Prakash A. Mody**  
Chairman  
(DIN: 00001285)

# Corporate Governance Report

## Company's Philosophy on Code of Governance

Corporate governance is the system of rules, practices, and processes that govern a company and ensure it is accountable to everyone involved—from shareholders to the community. It helps to build trust and reduce risks by adhering to principles and best practices of Corporate Governance. It also establishes a structured system of principles, policies and processes that are anchored in ethical values and responsible business practices. By integrating legislative requirements, regulatory expectations and high standards of integrity, this framework ensures transparency, accountability and sound corporate conduct. The Company is committed to upholding robust corporate governance, and all its actions are driven by its core Values and Code of Conduct.

Your Company, being a global pharmaceutical Company embedded in its mission as a *caring pharmaceutical company, to enhance health through quality products*, is committed to provide access to affordable medicines for healthier lives. The Company upholds a strong corporate governance philosophy that prioritizes financial integrity, ethical behaviour and robust internal control systems across all operations. Conducting business with integrity is central to the Company's values, guiding its strategic direction to supports its long-term objectives. These values provide a structure within which directors and the management can effectively pursue the Company's objectives for the benefit of its stakeholders. The Company has formulated several policies to comply with the applicable statutory and regulatory requirements on governance.

The Company continues to adhere to the corporate governance requirements prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as well as the applicable provisions of the Companies Act, 2013 ("the Act"). In compliance with these statutory and regulatory frameworks, the Corporate Governance Report, prepared in accordance with the Listing Regulations, is presented below.

## Board of Directors

### Composition & Category of Directors

The Board provides leadership, strategic guidance, objective and independent views to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. It regularly reviews the Company's governance, risk and compliance framework, business plans and organization structure to align with the governance standards.

As of 31st March 2026, the Board of Unichem comprised six Directors, including one Whole-time Director, two Non-Executive and Non-Independent Directors and three Non-Executive and Independent Directors, one of whom serves as an Independent Woman Director. The Company does not grant permanent Board positions to any Director. The Non-Independent Directors include the Non-Executive & Non-Independent Chairman of the Company.

The Board members disclose on an annual basis about the positions she/ he occupies in other companies and notify it of any changes regarding their directorships and committee positions. The composition of the Board, along with information on each Director's other directorships, committee memberships and chairmanships, as well as their attendance at Board meetings and the Annual General Meeting ("AGM") during the financial year, is presented below.

Name	Category	Attendance in financial year		Shareholding in the Company as on 31st March 2026	No. of Directorships in other public companies*	No. of committee positions in other public companies <sup>®</sup>		Name of listed companies where directorship is held and its category
		Board	AGM			Member	Chairman	
Dr. Prakash A. Mody (DIN: 00001285)	Non-Executive & Non-Independent Director (Chairman)	5/5	Yes	89,97,952	0	0	0	Nil
Mr. Pabitrakumar Bhattacharyya (DIN: 07131152)	Managing Director	5/5	Yes	1	1	0	0	Non-Executive & Non-Independent Director of Krebs Biochemicals & Industries Ltd

Name	Category	Attendance in financial year		Shareholding in the Company as on 31st March 2026	No. of Directorships in other public companies <sup>*</sup>	No. of committee positions in other public companies <sup>#</sup>		Name of listed companies where directorship is held and its category
		Board	AGM			Member	Chairman	
Mr. Pranay Godha (DIN: 00016525)	Non-Executive & Non-Independent Director	5/5	Yes	0	1	0	0	MD & CEO of Ipca Laboratories Limited
<sup>#</sup> Mrs. Priti Puri (DIN: 07755966)	Independent Director	3/5	Yes	0	0	0	0	Nil
Mr. Anand Kusre (DIN: 00818477)	Independent Director	5/5	Yes	0	0	0	0	Nil
Mr. Arun Todarwal (DIN: 00020916)	Independent Director	5/5	Yes	350	6	3	4	Non-Executive & Independent Director of Nesco Limited and Laxmi Organic Industries Limited Non-Executive & Non-Independent Director of Anuh Pharma Limited
<sup>§</sup> Dr. (Ms.) Swati Patankar (DIN: 06594600)	Independent Director	2/2	NA	0	1	2	0	Non-Executive & Independent Director of Ipca Laboratories Limited

\* Directorships in Private Limited Companies, foreign entities (including the Company's foreign subsidiaries), and companies registered under Section 8 of the Act are excluded.

# Completed term as Independent Director on 20th March 2026.

§ The Shareholders of the Company vide a Special Resolution dated 27th March 2026 through Postal Ballot have appointed Dr. (Ms.) Swati Patankar as Non-Executive Independent Director of the Company w.e.f. 5th February 2026 for a period of five consecutive years.

@ Includes only memberships/chairmanships of the Audit Committee and the Stakeholders' Relationship Committee.  
In terms of Regulation 36(3)(c) and Schedule V(C)(2)(e) of the Listing Regulations, none of the Directors are related to each other.

### Board Meeting and attendance

The Board and Committee meetings are scheduled well in advance to ensure maximum participation and constructive engagement by all Directors. During the year under review, the Board of Unichem convened five times on the following dates: 22nd May 2025, 4th August 2025, 11th November 2025, 5th February 2026, and 6th March 2026. The interval between these meetings were in full compliance with the timelines stipulated under the Act and the Listing Regulations, as amended from time to time.

The Company Secretary, in coordination with the Managing Director ("MD"), prepares the agenda for Board and Committee meetings. The agenda outlines all matters proposed for deliberation and is supported by relevant notes and presentations. Directors receive the agenda and notes to the agenda at least seven days prior to the meeting to enable informed discussions. For matters involving price-sensitive information, meetings may be convened with a shorter notice period, in line with regulatory provisions.

Draft minutes of the Board and Committee meetings are circulated to all Directors within 15 days of the meeting. Feedback and suggestions received from the members are duly considered and incorporated, ensuring that the minutes accurately reflect the discussions and decisions of the Board.

### Independent Directors & their familiarisation

All Independent Directors have affirmed their compliance with the independence criteria outlined under Section 149(6) of the Act and Regulation 16(b) of the Listing Regulations. In addition, the Independent Directors provide an annual confirmation that they meet the criteria of independence as defined under Indian laws. All Independent Directors have completed registration with the Independent Director's databank. Requisite disclosures have been received from the directors in this regard. After assessing such disclosures, declarations and confirmations, the Board has opined that all the Independent directors fulfil the conditions specified under Listing Regulations and are independent of the management.

During the year under review, a meeting of the Independent Directors was held on 5th February 2026 to deliberate on matters prescribed under Schedule IV of the Act and the Listing Regulations.

The Company has instituted a structured familiarization programme to provide Independent Directors with a thorough understanding of their roles, responsibilities, and rights, along with insights into industry trends, regulatory developments, and the Company's business operations. Visits to plants and research locations are organized for the Director to understand the Company's operations apart from providing updates on relevant statutory changes around Industry related laws applicable to your Company. Details of the familiarization programme conducted during the year, are available on the Company's website at: <https://www.unichemlabs.com/pdf/press-release/2026/03/Familiarization%20Programme.pdf>

The Company recognises the importance of keeping the Board apprised of significant internal developments as well as external factors impacting the business environment and industry landscape. In addition to financial reviews and compliance updates, the Board engages in substantive discussions on business strategies, operational performance, and key initiatives. These comprehensive deliberations ensure that Directors remain well-informed and allied with the Company's strategic priorities and operational goals.

#### **Brief profile of Directors seeking appointment/re-appointment**

In accordance with statutory requirements, a brief profile and relevant details of the Director seeking re-appointment/retiring by rotation are included in the Notice of the AGM and form an integral part of this Annual Report.

The Board of Directors of the Company are adequately structured to ensure Board diversity by age, gender, education/qualification, skills, geography and industry experience. The core skills, expertise, and competencies as required in the context of the Company's business operations for its effective functioning were identified by the Board and the same is mapped against each of the Directors as outlined below.

Sr. No.	Skill/Expertise/Competencies	Name of the Director who possesses the same
1	Business leadership	Dr. Prakash A. Mody Mr. Pranay Godha
2	Corporate strategy	Dr. Prakash A. Mody Mr. Pranay Godha Mr. Pabitrakumar Bhattacharyya
3	Compliance and general management	Mr. Pranay Godha Mr. Arun Tadarwal Mrs. Priti Puri Mr. Anand Kusre Dr. (Ms.) Swati Patankar
4	Manufacturing & Marketing	Dr. Prakash A. Mody Mr. Pabitrakumar Bhattacharyya Mr. Pranay Godha
5	Finance and Accounting	Mr. Pabitrakumar Bhattacharyya Mr. Arun Tadarwal Mr. Pranay Godha
6	Research & Development	Mr. Pranay Godha Mr. Anand Kusre Dr. (Ms.) Swati Patankar Mr. Pabitrakumar Bhattacharyya

#### **Performance evaluation**

In compliance with the provisions of the Act and Regulation 17(10) of the Listing Regulations, to improve the effectiveness of the Board and its Committees, as well as that of each Individual Director, an annual performance evaluation is undertaken of its own performance, that of its Committees, and of individual Directors. The performance assessment of the Independent Directors was carried out by the entire Board, excluding the Directors being evaluated, using a structured questionnaire developed with inputs

from the Board Members. The questionnaire encompassed various parameters relating to the functioning and effectiveness of the Board and its Committees.

Further, at a separate meeting of the Independent Directors, the performance of the Non-Independent Directors, the Board as a whole, and the Chairman of the Company was reviewed, taking into account feedback from both Executive and Non-Executive Directors.

The evaluation process applied a range of criteria, including strategic direction, quality of participation in Board deliberations, oversight of management practices, adherence to compliance requirements, and leadership effectiveness.

#### Compliance with the Code of Business Conduct and Ethics

The Company has adopted a comprehensive Code of Business Conduct and Ethics, which guides the conduct of Directors, senior management, and employees. The Code is available on the Company's website at: <https://www.unichemlabs.com/pdf/policies/code-of-business-conduct-ethics.pdf>.

The Company remains committed to upholding workplace integrity and the highest standards of ethical conduct. Strict adherence to the Code of Business Conduct and Ethics is ensured across all levels of the organisation. All members of the Board and Senior Management Personnel have confirmed compliance with the Code for the financial year ended 31st March 2026. A declaration to this effect, duly signed by the MD & CEO, is annexed to this Report.

#### Audit Committee

The management is responsible for the Company's internal controls and the financial reporting process while the Statutory Auditors are responsible for performing independent audits of the Company's financial statements in accordance with generally accepted auditing practices and for issuing reports based on such audits. The Board of Directors has entrusted the Audit Committee with the responsibility of supervising these processes and ensuring adequate, accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting.

The Committee's responsibilities encompass all matters specified under Section 177 of the Act and Regulation 18 of the Listing Regulations. Its key areas of review include internal audit findings, assessments of the Company's financial position and operational performance, evaluation of internal financial controls, scrutiny of significant related party transactions, and other responsibilities mandated by applicable regulatory provisions.

The Chief Financial Officer, the Internal Auditor, and a representative of the Statutory Auditor attends the Committee meetings as regular invitees, providing relevant inputs, explanations and clarifications to support the Committee's deliberations.

The Company Secretary acts as the Secretary to the Audit Committee.

During FY 2026 the interval between any two Audit Committee meetings was maintained within the statutory limits prescribed under the Act and the Listing Regulations, as amended from time to time.

Details of the Committee's composition and attendance during the year are provided below.

Name of the Director	Position	Meeting Dates				Held during the tenure	Attended
		22nd May 2025	4th August 2025	11th November 2025	5th February 2026		
Mr. Arun Todarwal	Chairman	✓	✓	✓	✓	4	4
Mrs. Priti Puri	Member (up to 05.02.2026)	✓	✓	x	x	4	2
Mr. Anand Kusre	Member	✓	✓	✓	✓	4	4
Mr. Pabitrakumar Bhattacharyya	Member	✓	✓	✓	✓	4	4
Dr. (Ms.) Swati Patankar	Member (from 05.02.2026)	NA	NA	NA	NA	NA	NA

**Nomination and Remuneration Committee**

The Committee's terms of reference are fully aligned with the provisions of Section 178 of the Act and Regulation 19 of the Listing Regulations. These terms encompass all responsibilities prescribed for such Committees, ensuring effective oversight of matters relating to nomination, remuneration, and Board diversity.

The Company Secretary acts as the Secretary to the Committee.

Details of the Committee's composition and the attendance of its members during FY 2026 are provided below.

Name of the Director	Position	Meeting Dates		Held during the tenure	Attended
		4th August 2025	5th February 2026		
Mr. Anand Kusre	Chairman	✓	✓	2	2
Mr. Arun Tadarwal	Member	✓	✓	2	2
Mrs. Priti Puri	Member (up to 05.02.2026)	✓	✗	2	1
Dr. (Ms.) Swati Patankar	Member (from 05.02.2026)	NA	NA	NA	NA

**Remuneration of Directors**

During FY 2026, there were no financial relationships or transactions between the Non-Executive Directors and the Company, except for the remuneration received as here under:

(₹ in crores)

Name of the Director	Sitting Fees	Salary*	Commission (performance linked)	Benefits, Perquisites Pension etc.*	Stock Options	Total Amount
Dr. Prakash A. Mody	0.05	NA	NA	NA	NA	0.05
Mr. Pranay Godha	0.07	NA	NA	NA	NA	0.07
Mrs. Priti Puri	0.06	NA	NA	NA	NA	0.06
Mr. Arun Tadarwal	0.12	NA	NA	NA	NA	0.12
Mr. Anand Kusre	0.12	NA	NA	NA	NA	0.12
Dr. (Ms.) Swati Patankar	0.02	NA	NA	NA	NA	0.02
Mr. Pabitrakumar Bhattacharyya	NA	2.23	NA	1.48	NA	3.71

\* Fixed Component

The appointment of the Managing Director may be terminated by providing three months' written notice or such shorter notice period as may be mutually agreed between the Managing Director and the Board of Directors.

**Stakeholders' Relationship Committee**

The Stakeholders' Relationship Committee is empowered to perform the functions of the Board relating to the handling of queries and grievances of shareholder and investor grievances, including requests relating to share transmission, non-receipt of annual reports or declared dividends, issuance of duplicate share certificates and review of the share dematerialisation process. The Committee also evaluates the measures undertaken by the Company to enhance shareholder satisfaction and strengthen investor relations.

The Committee's terms of reference are comprehensive and fully aligned with the provisions of Section 178(5) of the Act and Regulation 20 of the Listing Regulations.

In accordance with Regulation 46(2)(j) of the Listing Regulations and to further improve investor services, the Company has established a dedicated grievance-redressal email ID: [shares@unichemlabs.com](mailto:shares@unichemlabs.com). This mailbox is regularly monitored by the Secretarial Department to ensure prompt and effective resolution of investor concerns.

The Company Secretary serves as the Compliance Officer and also acts as the Secretary to the Committee.

During the year, the Company received 4 (four) shareholder complaints, all of which were resolved satisfactorily. No investor complaints were pending either at the beginning or at the end of the financial year.

The Company has duly processed all valid share transfer requests received during the year, and no such requests were pending as of 31st March 2026.

Details of the Committee's composition and attendance during FY 2026 are provided below:

Name of the Director	Position	22nd May 2025	Attended
Mr. Anand Kusre	Chairman	✓	1
Mr. Pranay Godha	Member	✓	1
Mr. Pabitrakumar Bhattacharyya	Member	✓	1
Mrs. Priti Puri	Member (up to 05.02.2026)	✓	1
Dr. (Ms.) Swati Patankar	Member (from 05.02.2026)	NA	NA

#### Risk Management Committee

The Risk Management Committee's composition complies with the requirements of the Act and the Listing Regulations. The Committee is responsible for discharging the functions prescribed under Part D of Schedule II of the Listing Regulations, which include monitoring and reviewing the Company's risk management framework, assessing the effectiveness of risk mitigation measures, and reporting its observations and recommendations to the Board of Directors, as appropriate. The Committee's terms of reference are comprehensive and fully aligned with the requirements set out under Regulation 21 of the Listing Regulations.

A detailed overview of the Company's risk management framework and practices is provided in the Management Discussion and Analysis Report, which forms part of the Annual Report for FY 2026.

The Company Secretary acts as the Secretary to the Committee. During the year, Mr. Sanjay Jain, Chief Financial Officer was designated as Chief Risk Officer.

Details of the composition of the Risk Management Committee and the attendance of its members during FY 2026 are provided below:

Name of the Director	Position	Meeting Dates		Held during the tenure	Attended
		4th August 2025	5th February 2026		
Mr. Arun Todarwal	Chairman	✓	✓	2	2
Mr. Pranay Godha	Member	✓	✓	2	2
Mr. Anand Kusre	Member	✓	✓	2	2
Mr. Pabitrakumar Bhattacharyya	Member	✓	✓	2	2

#### Corporate Social Responsibility Committee ("CSR")

The Committee's terms of reference are broadly defined and are aligned with the Company's Corporate Social Responsibility (CSR) Policy. Its key responsibilities include:

- Reviewing and updating the CSR Policy to clearly outline the activities to be undertaken by the Company in accordance with Schedule VII of the Act.
- Providing strategic direction for the Company's CSR initiatives and overseeing their effective implementation and progress.

A CSR Report for FY 2026 is separately annexed and forms an integral part of this annual report as **Annexure C**. The Company Secretary acts as the Secretary to the Committee.

Details of the Committee's composition and attendance during FY 2026 are provided below.

Name of the Director	Position	22nd May 2025	Attended
Mr. Arun Todarwal	Chairman	✓	1
Mr. Pranay Godha	Member	✓	1
Mr. Pabitrakumar Bhattacharyya	Member	✓	1

**Details of the senior management, including any changes that have occurred since the close of the previous financial year, are as follows:**

Name	Designation
Mr. Jalesh Burye	Chief Quality & Compliance Officer
Dr. Dhananjay Sathe	Chief Scientific & Compliance Officer
Mr. Sanjay Jain	Chief Financial Officer
Mr. Pradeep Bhandari	Head – Legal & Company Secretary
Mr. Utkarsh Patil	Chief Manufacturing Officer – Formulations

There were no changes in the senior management.

### General Body Meetings

Details of last three AGM are as under:

AGM	Year	Venue	Date	Time	Items of Special Resolution passed at each Meeting
62nd	2024-2025	Through Video Conference	Monday, 4th August 2025	3:00 p.m.	None.
61st	2023-2024	Through Video Conference	Thursday, 8th August 2024	2:00 p.m.	None.
60th	2022-2023	Through Video Conference	Monday, 25th September 2023	11:00 a.m.	To approve remuneration of Mr. Pabitrakumar Bhattacharyya as Managing Director.

### Postal Ballot

The procedure adopted for conducting the Postal Ballot was in full compliance with Regulation 44 of the Listing Regulations, Sections 108 and 110 and other applicable provisions of the Act, read with the relevant Rules and the General Circulars issued by the Ministry of Corporate Affairs (“MCA”). The Company engaged National Securities Depository Limited (“NSDL”) to provide electronic voting facilities to all members. The Postal Ballot Notice was sent electronically to shareholders at their email addresses registered with the depositories and the Registrar and Transfer Agent (“RTA”). In accordance with statutory requirements, the Company also published a newspaper notice providing details regarding completion of dispatch, e-voting information, and other disclosures mandated under the Act, the applicable Rules, and the Secretarial Standards issued by the Institute of Company Secretaries of India.

The results of the Postal Ballot, along with the Scrutinizer’s Report, were displayed at the Company’s registered office, uploaded on the Company’s website at [www.unichemlabs.com](http://www.unichemlabs.com), published on the NSDL website at <https://www.evoting.nsdl.com>, and duly communicated to the Stock Exchanges.

During the year under review, the Company conducted one Postal Ballot, in accordance with Section 110 of the Act and the applicable MCA and SEBI circulars, the details of which are provided below.

Postal Ballot Notice dated 5th February 2026

Cut-off date for notice	:	Friday, 16th February 2026
Commencement of e-voting period	:	Thursday, 26th February 2026
End of e-voting period	:	Friday, 27th March 2026

Sr. No.	Particulars	No. of votes polled	No. & % of votes in favour	No. & % of votes against
1	Special resolution seeking appointment of Dr. (Ms.) Swati Patankar (DIN 06594600) as a Non-Executive Independent Director for a term of five years w.e.f. 5th February 2026	5,67,11,438	5,67,10,899 99.999%	549 0.001%
2	Ordinary resolution seeking material related party transaction(s) between Ipca, holding company of Unichem and Unichem Pharmaceuticals USA Inc. ("Unichem USA"), wholly owned subsidiary of Unichem	72,70,862	72,70,313 99.992%	549 0.008%
3	Ordinary resolution seeking material related party transaction(s) with Unichem USA, wholly owned subsidiary of Unichem	72,66,362	72,65,813 99.992%	549 0.008%

Mr. Alwyn D'Souza of Alwyn Jay & Co, Practicing Company Secretary (C. P. No. 5137) was appointed as the Scrutinizer for carrying out the Postal Ballot voting process.

#### Means of Communication

- The Company publishes its unaudited quarterly and half-yearly financial results within forty-five days from the end of the respective reporting period, and its audited annual financial results within sixty days from the close of the financial year, in accordance with the timelines prescribed under the Listing Regulations.
- Once approved, the financial results are promptly submitted to the Stock Exchanges and published in Business Standard, a national English daily and in the regional language newspaper Mumbai Lakshadeep (Marathi) within forty-eight hours of approval. The results are published and uploaded on the Company's website at [www.unichemlabs.com](http://www.unichemlabs.com) to ensure wider public access.
- All corporate communications—including quarterly results, shareholding patterns, compliance reports, and other regulatory disclosures—are filed electronically with BSE Limited and NSE Limited through the BSE Listing Centre and NEAPS portal, respectively, in compliance with applicable regulatory requirements.
- The Company's website features a dedicated "Investors" section that provides essential information such as unclaimed dividends, shareholding patterns, quarterly and half-yearly financial results, and other disclosures relevant to shareholders and the investing public.
- Reminders to claim unclaimed dividend on shares are sent to the relevant shareholders.
- Various communications such as notices, press releases and the regular quarterly, half-yearly and annual compliances and disclosures are filed electronically on stock exchanges portals.

#### General Shareholder Information

##### Date, Time and Venue of the 63rd AGM

Date : Tuesday, 11th August 2026  
Time : 3.30 p.m.  
Venue : Through Video Conference

The AGM for FY 2026 will be conducted through Video Conference (VC) or Other Audio-Visual Means (OAVM), in accordance with the applicable regulatory guidelines.

**Financial Year:** 1st April 2025 to 31st March 2026

**Reporting Calendar:** Within 45 days from the end of each quarter and 60 days from the conclusion of the financial year, as required under the Listing Regulations.

#### Stock Exchanges on which shares are listed along with Stock Codes

BSE Limited : 506690  
National Stock Exchange of India Limited : UNICHEMLAB

The Company has duly paid the Annual Listing Fees to both the Stock Exchanges.

**Registrar and Share Transfer Agents ("RTA")**

MUFG Intime India Private Limited  
 C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083  
 Toll Free No.: 8108116767  
 E-mail id: [rnt.helpdesk@in.mpms.mufig.com](mailto:rnt.helpdesk@in.mpms.mufig.com)

Shareholders may submit queries or service requests by visiting the MUFG website under Investor Services > Service Request at the following link: [https://web.in.mpms.mufig.com/helpdesk/Service\\_Request.html](https://web.in.mpms.mufig.com/helpdesk/Service_Request.html)

For the convenience of shareholders, documents are accepted between **10:00 a.m. and 5:00 p.m.**, Monday to Friday (excluding Bank holidays), at the address mentioned above.

**Introduction of "Swayam" portal**

The RTA has introduced a user-friendly, web-based platform named "SWAYAM", accessible at <https://swayam.in.mpms.mufig.com>. This portal enables shareholders to conveniently access a comprehensive suite of investor services. To avail these services, shareholders are required to register on the platform.

Designed with an intuitive graphical user interface (GUI), SWAYAM allows investors to seamlessly view and manage their portfolios and submit service-related requests. Through a single login, registered users can access all investments linked to their PAN, review a company-wise summary of their holdings, obtain security valuations based on the latest closing prices on BSE/NSE, view statements of holdings, track the status of corporate benefits, and utilise a range of other investor support services.

**Share Transfer System**

In accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, all service requests pertaining to securities—such as issuance of duplicate certificates, claims from the unclaimed suspense account, renewal or exchange of certificates, endorsement, sub-division/splitting, consolidation of certificates/folios, transmission, and transposition—must be processed only in dematerialized form.

Members are therefore requested to submit a duly completed and signed Form ISR-4 for initiating any of the above service requests. Form ISR-4 is available on the Company's website at: <https://www.unichemlabs.com/mandatory-dematerialisation.php> and on the website of the Company's Registrar and Transfer Agent, MUFG Intime India Private Limited, at: <https://in.mpms.mufig.com>

Please note that service requests will be processed only for folios that are KYC compliant.

The Company also advises shareholders who continue to hold securities in physical form to dematerialize their shareholding at the earliest to ensure seamless transactions and continued regulatory compliance.

**SEBI Complaints Redress System ("SCORES")**

SEBI, through Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2024/156 dated September 20, 2024, read with Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2024/183 dated December 1, 2024, has introduced a revised framework for the handling and monitoring of investor complaints received through the SCORES platform.

Shareholders and investors may access the upgraded SCORES 2.0 platform at: <https://scores.sebi.gov.in>. The enhanced platform aims to streamline grievance redressal, improve transparency, and strengthen the overall efficiency of the complaint-resolution process.

A brief overview of the process and timelines is as follows:

- a. Approach to the Company and/or RTA: Investors must first raise their concerns directly with the Company and/or its RTA for resolution.
- b. Lodgement of Complaint on the SCORES Portal: If the response is unsatisfactory or not received within the prescribed timeline, investors may file their complaint on the SCORES platform.
- c. Submission of Action Taken Report (ATR): The Company is required to submit an ATR on the SCORES portal within the timeline stipulated by SEBI.
- d. First Review of the Complaint: SEBI reviews the ATR and, if necessary, seeks further clarification or corrective action.
- e. Second Review of the Complaint: In case the investor remains dissatisfied after the first review, a second-level review is undertaken by SEBI.

- f. Online Dispute Resolution Mechanism/Other Civil Remedies: Persistent or complex grievances may be escalated through SEBI's Online Dispute Resolution (ODR) framework or through other legally available remedies.

#### Updating KYC details

Efforts are underway to update the Permanent Account Number (PAN) and bank account details of shareholders in compliance with SEBI Regulations. Pursuant to SEBI circulars dated November 3, 2021 and December 15, 2021, shareholders holding securities in physical form are required to mandatorily furnish their PAN, KYC and nomination details. Such shareholders are requested to submit the necessary information to the Company's RTA by completing the prescribed forms, which are available on the Company's website at: <https://www.unichemlabs.com/mandatory-dematerialisation.php>.

The Company has proactively communicated this regulatory requirement to all eligible shareholders to facilitate timely compliance and ensure uninterrupted shareholder services.

#### Dematerialisation of Shares and Liquidity

As of 31st March 2026, 98.13.% of the Company's paid-up share capital was held in dematerialized form. The entire shareholding of the Promoters is maintained in dematerialized mode. The Company's equity shares remain highly liquid and continue to be traded on both recognised Stock Exchanges.

#### Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs, ADRs, Warrants or any other convertible instruments.

#### Plant locations

The relevant data is provided on the back side of the cover page of the Annual Report for reference and ease of access.

#### Address for correspondence:

For Secretarial matters:

#### Compliance & Nodal Officer

Mr. Pradeep Bhandari, Head – Legal & Company Secretary

E-mail: [shares@unichemlabs.com](mailto:shares@unichemlabs.com)

47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067, Maharashtra, India

Tel.: (022) 6647 4100 • Website: [www.unichemlabs.com](http://www.unichemlabs.com)

For shares & other communication:

MUFG Intime India Private Limited

Unit: Unichem Laboratories Limited

C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083

Toll Free No.: 8108116767

E-mail id: [rnt.helpdesk@in.mpms.mufg.co](mailto:rnt.helpdesk@in.mpms.mufg.co)

#### Credit Rating

ICRA, the credit rating agency, has reaffirmed the Company's long-term credit rating as [ICRA] A+. The Stable outlook on the long-term rating, factors the expected growth in the company's revenues and earnings, integration and synergies as a subsidiary of the Ipca Group.

#### Distribution of Shareholding on 31st March 2026

Sr. No.	No. of shares held (From - To)	No. of Shareholders	% of Total Shareholders	No. of shares	% of Total Capital
1	up to – 500	20,762	86.36	18,92,808	2.69
2	501 – 1,000	1,278	5.32	10,04,606	1.43
3	1,001 – 2000	883	3.67	13,30,095	1.89
4	2,001 – 3,000	315	1.31	7,96,356	1.13
5	3,001 – 4,000	197	0.83	7,05,442	1.00
6	4,001 – 5,000	168	0.69	7,74,084	1.09
7	5,001 – 10,000	274	1.14	18,62,323	2.65
8	10,001 – Above	164	0.68	6,20,40,036	88.12
	<b>Total</b>	<b>24,041</b>	<b>100.00</b>	<b>7,04,05,750</b>	<b>100.00</b>

**Shareholding Pattern as on 31st March 2026**

Sr. No.	Category	Total Shares	% of Total Capital
1	Promoters and Persons acting in Concert	4,94,40,586	70.22
2	Mutual Funds	63,84,632	9.08
3	Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/Non-Government Institutions)	1,76,582	0.25
4	Alternate Investment Funds	9,25,340	1.31
5	Foreign Portfolio Investor/Foreign Nationals/NRIs	12,14,068	1.75
6	Indian Public	1,19,00,513	16.87
7	Private Corporate Bodies	3,40,282	0.48
8	In Clearance	23,747	0.04
	<b>Total</b>	<b>7,04,05,750</b>	<b>100.00</b>

**Other Disclosures****Related Party Transactions**

In line with the requirements of the Act and the Listing Regulations, your Company has a Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and related parties. There were no materially significant Related Party Transactions during the financial year that could have posed a potential conflict of interest with the Company at large. All Related Party Transactions were reviewed and approved by the Audit Committee and the Board in accordance with the applicable regulatory framework.

During the year, the Company amended its Policy on Related Party Transactions. The updated policy is available on the Company's website at the following link: <https://www.unichemlabs.com/pdf/policies/related-party-transactions-policy.pdf>

**Details of Non-compliance**

The equity shares of the Company are listed on both BSE Limited and the NSE. The Company has complied with all applicable capital market regulations. Further, no penalties or strictures were imposed on the Company by the Stock Exchanges, SEBI, or any other statutory authority in relation to capital market matters during the last three financial years.

**Whistle Blower Policy**

The Company has established a robust Whistle Blower Policy that enables stakeholders, Directors, and employees to report concerns relating to unethical behaviour, fraud, or violations of the Company's Code of Business Conduct and Ethics. The policy includes strong safeguards against victimisation and provides complainants with direct access to the Audit Committee.

The policy is available on the Company's website and can be accessed through the following link: <https://www.unichemlabs.com/pdf/policies/009%20Whistle%20Blower%20Policy%20New.pdf>

The Company confirms that no individual has been denied access to the Audit Committee. Further, no complaint was received under this mechanism during the year.

**Compliance with the Mandatory Requirements of the Listing Regulations**

The Company has duly complied with and disclosed all mandatory requirements as prescribed under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

The Company has adopted the non-mandatory requirements under the Listing Regulations to the extent and in the manner detailed below:

**a. Shareholders' Rights:**

The quarterly, half-yearly, and annual financial results of the Company are published in leading newspapers and are also made available on the Company's website at [www.unichemlabs.com](http://www.unichemlabs.com). Additionally, these results can be accessed on the websites of the Stock Exchanges where the Company's equity shares are listed, namely [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

**b. Modified Opinion(s) in Audit Reports:**

The financial statements for the year have been issued with an unmodified audit opinion, underscoring the accuracy, reliability, and integrity of the Company's financial reporting.

c. **Separation of Chairman and Managing Director Roles:**

In line with good governance practices, the Company continues to maintain a clear separation between the roles of the Chairman and the Managing Director, ensuring balanced leadership and effective oversight.

d. **Reporting by Internal Auditor:**

The Internal Auditor is a permanent invitee to the Audit Committee meetings and presents internal audit findings on a regular basis. This ensures transparency, strengthens internal control systems, and supports the continuous improvement of processes.

**Material Subsidiary**

Name of the Material Subsidiary	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditor	Date of Appointment of Statutory Auditor
Unichem Pharmaceuticals (USA) Inc.	9th March 2004	State of New Jersey	WilkinGuttenplan CPAS & Advisors	20th November 2018

Mr. Arun Todarwal, an Independent Director of the Company, also serves as a nominee on the Board of Unichem Pharmaceuticals (USA) Inc., a material subsidiary of the Company.

The policy for determining 'Material Subsidiaries' is available on the Company's website and can be accessed through the following link: <https://www.unichemlabs.com/pdf/policies/policy-on-material-subsidiaries.pdf>.

**Commodity price risk or foreign exchange risk and hedging activities**

The Company does not have significant exposure to commodities and does not engage in commodity-related hedging activities. However, for the financial year ended 31st March 2026, the Company prudently managed its foreign exchange risk through appropriate and permissible hedging measures. Detailed disclosures regarding the Company's foreign currency exposure are provided in the accompanying financial statements.

**Details of the utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulation**

The Company has not raised any funds through preferential allotment or qualified institutions placement.

**Certificate from Company Secretary in practice**

A certificate dated 22nd May 2026, has been obtained from M/s. Alwyn Jay & Co., Company Secretaries in Practice, confirming that none of the Directors on the Company's Board have been debarred or disqualified from holding such position by the SEBI, the Ministry of Corporate Affairs, or any other statutory authority. This certificate is annexed to the Corporate Governance Report.

**During the financial year, there were no instances where the Board did not accept any recommendation made by its Committees.**

**Total fees paid to all statutory auditors**

The total fees paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities within the network firm/network entity of the Statutory Auditor during the financial year under review amounted to ₹ 2.51 crores.

**Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

Number of complaints filed during the financial year: Nil

Number of complaints disposed off during the financial year: Nil

Number of complaints pending as on end of the financial year: Nil

During FY 2026, neither the Company nor its subsidiaries extended any loans or advances to firms or companies in which the Directors have an interest.

A certificate pursuant to Regulation 17(8) of the Listing Regulations [Part B of Schedule II], jointly signed by the MD & CEO, is annexed to this Report. Further, in compliance with Regulation 33(2) of the Listing Regulations, the Managing Director and the Chief Financial Officer provide quarterly certifications on the financial results to the Board.

Additionally, the Company has received confirmations from senior management stating that neither they nor their relatives engaged in any transactions during the year under review that could potentially conflict with the interests of the Company.

#### Disclosure of certain types of agreements binding listed entities

During the year, no such agreement has been entered into, which required any disclosure under Listing Regulations.

#### Unclaimed Dividend & Shares

In accordance with Regulation 39(4) read with Schedule VI of the Listing Regulations, equity shares that remain unclaimed and continue to be held in the custody of the Company are required to be transferred to a designated Unclaimed Suspense Account maintained by the Company.

The details of unclaimed shares lying in the said Unclaimed Suspense Account as on 31st March 2026 are as follows:

Particulars	No. of shareholders	No. of shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	10	18,530
(Less): Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	0	0
(Less): Number of shareholders to whom shares were transferred from suspense account during the year (Shares transferred to IEPF account)	1	600
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	9	17,930

In compliance with Section 124(5) and Section 124(6) of the Act, together with the applicable provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), the Company has transferred to the Investor Education and Protection Fund Authority ("IEPF Authority") all shares and the corresponding benefits in respect of which dividends had remained unclaimed for seven consecutive years or more.

As mandated under Section 124(6) of the Act read with the IEPF Rules, any dividend that remains unclaimed or unpaid for a continuous period of seven years, along with the associated shares, is required to be transferred to the IEPF Authority following the prescribed procedure.

Accordingly, the following dividend and corresponding shares were transferred to the IEPF Authority during the financial year.

Financial year	2017-18
Amount of unclaimed dividend transferred (₹)	22,62,195
Number of shares transferred	21,301

The Company has uploaded the details of such shareholders and shares transferred to the IEPF Authority on its website at <https://www.unichemlabs.com/dividend.php> and the same is also available on the website of the IEPF Authority at <https://www.iepf.gov.in>. Shareholders may claim the dividends and shares transferred to IEPF by following the prescribed procedure outlined on the IEPF website. The Member can file only one consolidated claim in a financial year as per the IEPF Rules and amendments thereto.

Dividends remaining unpaid/unclaimed and the dates by which dividend and underlying shares will be transferred to IEPF, if not claimed by the shareholders, are as under:

Financial Year	Unclaimed dividend amount as on 31.03.2026 (In ₹)	Date of Declaration	Proposed date of Transfer to IEPF
2018 – 19	15,80,432	27.07.2019	01.09.2026
2019 – 20	18,21,582	29.08.2020	04.10.2027
2020 – 21	11,87,329	31.07.2021	05.09.2028
2021 – 22	12,45,160	09.08.2022	14.09.2029

Shareholders who have not yet claimed their dividends are advised to do so at the earliest to avoid the statutory transfer of such unclaimed dividends, along with the corresponding shares, to the IEPF Authority.

For initiating the claim process or seeking any assistance, shareholders are requested to promptly get in touch with the Company's Investor Relations Department or its RTA.

**Auditors Certificate:**

A certificate issued by the Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance, as stipulated under the Listing Regulations, is annexed to this Report.

For and on behalf of the Board of Directors,

Mumbai  
22nd May 2026

**Dr. Prakash A. Mody**  
Chairman  
(DIN: 00001285)

# Certificate of Non-Disqualification of Directors

[Pursuant to Regulation 34(3) read with sub-clause (10)(i) of Clause C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members of  
**Unichem Laboratories Limited**  
47, Kandivli Industrial Estate,  
Kandivli (West), Mumbai – 400 067,  
Maharashtra, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Unichem Laboratories Limited having CIN L99999MH1962PLC012451 and registered office at 47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067, Maharashtra, India (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 Sub-clause 10(i) of Clause C of Schedule V 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](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company, 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 2026 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.

Sr. No.	Name of Director	DIN	Designation	Date of appointment
1.	Dr. Prakash Amrut Mody	00001285	Director	01/07/2008
2.	Dr. (Ms.) Swati Patankar ^	06594600	Independent Director	05/02/2026
3.	Pabitrakumar Kalipada Bhattacharyya	07131152	Managing Director	10/08/2023
4.	Pranay Premchand Godha	00016525	Director	10/08/2023
5.	Priti Puri *	07755966	Independent Director	21/03/2023
6.	Arun Lalchand Tadarwal	00020916	Independent Director	05/02/2024
7.	Anand Trimbak Kusre	00818477	Independent Director	05/02/2024

**^ Appointed as an Independent Director w.e.f. 05/02/2026**

**\* Retired as an Independent Director w.e.f. 20/03/2026**

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 **ALWYN JAY & CO.,**  
Company Secretaries

**Jay D'Souza**  
Partner

**FCS 3058**

C. P. No.: 6915

UDIN.: F003058H000444455

Mumbai  
22nd May 2026

## DECLARATION PURSUANT TO SCHEDULE V OF THE LISTING REGULATIONS

In accordance with Regulation 26 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that the Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Business Conduct and Ethics for the financial year ended 31st March 2026.

For Unichem Laboratories Limited

Mumbai,  
22nd May 2026

**Pabitrakumar Bhattacharyya**  
Managing Director & Chief Executive Officer  
(DIN: 07131152)

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## CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE LISTING REGULATIONS

We, Pabitrakumar Bhattacharyya, Managing Director & Chief Executive Officer and Sanjay Jain, Chief Financial Officer hereby certify for the financial year ended 31st March 2026 that:

- a. We have reviewed IND AS financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with IND AS, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee
  - i. that there are no significant changes in internal control over financial reporting during the year;
  - ii. that there are no significant changes in accounting policies during the year; and
  - iii. that there are no instances of significant fraud of which we have become aware.

For Unichem Laboratories Limited

**Pabitrakumar Bhattacharyya**  
Managing Director & Chief Executive Officer  
Mumbai,  
22nd May 2026

For Unichem Laboratories Limited

**Sanjay Jain**  
Chief Financial Officer

# Auditors' Certificate on Corporate Governance

To,  
The Members  
**Unichem Laboratories Limited**

## **Independent Auditors' Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)**

1. Based on the engagement by the management of **Unichem Laboratories Limited** ('the Company'), we have examined details of compliance of conditions of Corporate Governance by the Company for the year ended 31st March 2026 as stipulated in Regulations 17-27, clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations') pursuant to the Listing Agreement of the Company with the Stock Exchange.

## **Management's Responsibility for compliance with the conditions of Listing Regulations**

2. The compliance of conditions of Corporate Governance is the responsibility of the management of the Company including the preparation and maintenance of all relevant supporting records and documents.

## **Auditor's Responsibility**

3. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied the conditions of Corporate Governance as stipulated in Listing Regulations as applicable mentioned in para 1 above for the year ended 31st March 2026.
4. Our examination was limited to a review of procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause/Regulation as applicable. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services Engagements.

## **Opinion**

7. Based on our examination and according to explanations given to us and representations made by the Directors and management, we certify that during the year ended 31st March 2026, the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations as applicable mentioned in para 1 above.
8. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

## **Restrictions on use**

9. The certificate is addressed and provided to the members of the Company solely for the purpose of compliance with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

## **For N. A. Shah Associates LLP**

Chartered Accountants  
Firm's Registration No.: 116560W/W100149

## **Bhavin Kapadia**

Partner  
Membership No.: 118991  
UDIN: 26118991RYXMDK9841

Mumbai  
22nd May 2026

# Report on CSR Activities

CSR report on activities for FY 2026 [Pursuant to Companies (Corporate Social Responsibility) Rules, 2014]

## 1. Brief outline of the CSR Policy of the Company:

Unichem has engaged in CSR activities for decades and much before the same became a mandatory responsibility for corporates. The CSR initiatives are undertaken with the objective of creating a meaningful impact on underprivileged communities, particularly those located in the vicinity of its plant locations. The focus had been on varied CSR activities in line with the provisions of Schedule VII of the Companies Act, 2013.

## 2. Composition of the CSR Committee:

The composition of the CSR Committee is given in the Corporate Governance Report.

## 3. Weblink where the composition of the CSR Committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the Company:

Composition of the CSR Committee: <https://unichemlabs.com/pdf/COMMITTEES-OF-THE-BOARD-OF-DIRECTORS.pdf>

CSR policy: <https://unichemlabs.com/pdf/policies/corporate-social-responsibility-CSR-policy.pdf>

CSR projects: NA

## 4. 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: NA

5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ (63.12) crores
- (b) Two percent of average net profit of the company as per sub-section (5) of section 135: Nil
- (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)]: Nil
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Nil
- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: NA
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Nil
- (e) CSR amount spent or unspent for the Financial Year: Nil

(₹ in crores)

Total amount spent for the financial year	Amount unspent				
	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
Nil	Nil				

## (f) Excess amount for set off, if any:

Sr. No.	Particulars	₹ in crores
i	Two percent of the average net profit of the Company as per Section 135(5)	Nil
ii	Total amount spent for the financial year	Nil
iii	Excess amount spent for the financial year [(ii)-(i)]	Nil
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v	The amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

## 7. Details of Unspent CSR amount for the preceding three Financial Years:

(₹ in crores)

Preceding financial year	Amount transferred to unspent CSR account under sub-section (6) of section 135	Balance Amount in Unspent CSR Account under sub-section (6) of section 135	Amount spent in the reporting financial year	Amount transferred to any fund 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	Deficiency, if any
				Amount	Date of transfer		
NA							

## 8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/ acquired: NA

Furnish the details relating to such asset(s) so created or acquired through CSR amount spent in the Financial Year:

Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR (₹ in crores)	Amount spent (₹ in crores)	Details of entity/ Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NA							

## 9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: In view of net average loss for immediately three years, there was no mandatory requirement to spend towards CSR for FY 2026.

For and on behalf of the Board & CSR Committee,

Mumbai  
22nd May 2026

**Arun Todarwal**  
Chairman of the CSR committee  
(DIN: 00020916)

**Pabitrakumar Bhattacharyya**  
Managing Director & Chief Executive Officer  
(DIN: 07131152)

# Secretarial Audit Report

**FORM NO. MR-3**

**FORTHE FINANCIAL YEAR ENDED 31ST MARCH 2026**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Unichem Laboratories Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Unichem Laboratories Limited** (CIN: L99999MH1962PLC012451) (hereinafter called "the Company") for the financial year ended **31st March, 2026**.

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 the Company's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized 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, 2026** complied with the statutory provisions listed hereunder and also that the Company has followed proper Board-processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2026** 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 for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **as applicable**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended from time to time:-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client – **Not applicable to the Company**;
  - (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Company**;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable to the Company**;
  - (h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not applicable to the Company**;
  - (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
  - (j) Other regulations of the Securities and Exchange Board of India as are applicable to the Company.
- (vi) Other specific business/industry related laws applicable to the Company:
 

The management has identified and confirmed the following laws as specifically applicable to the Company:

  1. Drugs and Cosmetics Act, 1940 and related Rules
  2. Drugs Pricing Control Order, 2013
  3. The Pharmacy Act, 1948
  4. Trademarks Act, 1999
  5. Indian Copyright Act, 1957
  6. Drugs and Magic Remedies (Objectionable Advertisements) Act, 1954
  7. Narcotic Drugs and Psychotropic Substances Act, 1985 and related Rules

8. Food Safety and Standards Act, 2006
9. Legal Metrology Act, 2009 and applicable Rules

The Company has complied with the abovementioned specific applicable Laws, Rules, Regulations, and Guidelines and other applicable general Laws, Rules, Regulations, and Guidelines.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and
- (ii) SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards as mentioned above.

#### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for a meaningful participation at the meeting.

The minutes of the Board Meetings and Committee Meetings have not identified any dissent by members of the Board/Committee of the Board, hence we have no reason to believe that the decisions by the Board were not approved by all the directors present. The Minutes of the Board Meetings and Committee Meetings were duly approved at the meeting by the Chairman of the Meeting.

**We further report that** there are adequate systems and processes in the Company commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the Company has responded appropriately to communication received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

**We further report that** during the audit period the following events/actions have taken place, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards:

1. During the year, the Company and its subsidiary Niche Generics Ltd had paid an amount of Euro 16.76 million against EU Commission demand notice relating to Perindopril patent dispute of 2005 for payment of fine and interest after adjusting the payments of Euro 2.79 million already made by Niche in instalments to EU. Apart from above, no significant or material orders were passed by any regulatory authority, court, or tribunal that would affect the Company's going concern status or future operations.
2. Approval of the Board of Directors of the Company, at its meeting held on 22nd May, 2025, was obtained to:
  - (a) provide a Corporate Guarantee for the credit facilities of working capital of upto USD 5,00,00,000 granted to Unichem Pharmaceuticals (USA) Inc., Wholly Owned Subsidiary, by the Citibank under section 179(3) (f) & 186 of the Act;
  - (b) subscribe to Redeemable Preference Share Capital (Non-Cumulative) upto an amount of GBP Two Million to be issued by the Company's Wholly Owned Subsidiary viz. Niche Generics Limited, UK under section 179(3) (f) & 186 of the Act.
3. Approval of the Board of Directors of the Company, at its meeting held on 4th August, 2025, was obtained to invest a sum up to USD 200000 from time to time by way of subscribing Redeemable Preference Shares of its Wholly Owned Subsidiary, Unichem (China) Pvt Ltd.

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

### Annexure A

To  
The Members,  
**Unichem Laboratories Limited**

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Unichem Laboratories Limited (hereinafter called 'the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further, part of the verification was done on the basis of electronic data provided to us by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.
6. 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.

## Particulars of Employees

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1	Name & Designation of Director & KMP	Ratio of the remuneration of each Director/KMP to the Median remuneration of the employees of the Company for FY 2026	% increase/ (decrease) in remuneration in FY 2026
i.	Dr. Prakash A. Mody – <i>Non-Executive &amp; Non-Independent Chairman</i>	0.96	(16.67)%
ii.	Mr. Pabitrakumar Bhattacharyya – <i>Managing Director &amp; Chief Executive Officer</i>	71.39	7.43%
iii.	Mr. Pranay Godha – <i>Non-Executive &amp; Non-Independent Director</i>	1.35	(22.22)%
iv.	Mrs. Priti Puri – <i>Independent Director</i>	1.15	(55.56)%
v.	Mr. Anand Kusre – <i>Independent Director</i>	2.31	(27.27)%
vi.	Mr. Arun Todarwal – <i>Independent Director</i>	2.31	(27.27)%
vii.	Dr. (Ms.) Swati Patankar* – <i>Independent Director</i>	0.38	-
viii.	Mr. Sanjay Jain – <i>Chief Financial Officer*</i>	19.35	-
ix.	Mr. Pradeep Bhandari – <i>Head Legal &amp; Company Secretary</i>	22.79	7.00%

**2 The Percentage increase in the median remuneration of employees in the financial year:** 22.33%

**3 The number of permanent employees on the rolls of company:** 2,815

**4 Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average increase in remuneration of employee for FY 2026 was 6.58%.

Average increase in remuneration of managerial personnel (including KMP) for FY 2026 was 7.09%.

**5 Affirmation that the remuneration is as per the remuneration policy of the Company:** Yes

Notes:

a. % increase in remuneration payable to following cannot be arrived at, as they were drawing remuneration only for part of the year:

\* Mr. Sanjay Jain was appointed as Chief Financial Officer w.e.f. 8th August 2024.

\* Dr. (Ms.) Swati Patankar was appointed on 5th February 2026.

For and on behalf of the Board of Directors,

**Dr. Prakash A. Mody**  
Chairman  
(DIN: 00001285)

Mumbai  
22nd May 2026

## Conservation of energy, research & development, technology absorption, foreign exchange earnings and outgo

[Particulars pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

### a. Conservation of Energy

#### (i) Steps and impact:

- New 5 tonnes per hour (TPH) biomass-fired boiler installed at the Goa site to replace Low Sulphur Heavy Stock (LSHS) and High-Speed Diesel (HSD) fired boilers. This conversion reduces reliance on fossil fuels and helps reduce the carbon footprint.
- Utility pumps with motors were replaced with high-efficiency pumps and energy-efficient motors.
- Installed Variable Frequency Drives for Induced Draft & Forced Draft fans of the boiler, cooling tower fans, Heating, Ventilation and Air Conditioning (HVAC) units & pumps to reduce power consumption.
- Low-temperature chiller plant coolant was replaced by glycol to methanol to improve operating cost and system efficiency.
- Power factor is maintained near unity to obtain incentives on power billing.
- HVAC chiller and air compressor unit setpoints have been optimized to conserve energy.
- Conventional lights were replaced with Light-emitting diode (LED) lights to reduce power consumption and improve lamp lifespan.
- Installed an energy-efficient chiller in place of a reciprocating chiller.
- P&ID control valve is installed in the compressed air circuit in place of a manual control valve to save energy.
- Streetlights were converted to solar lights to reduce power bills, lower carbon footprint and support local environmental goals.
- Steam condensate is increased by recycling steam trap condensates to the boiler feed tank.
- Outsourcing steam from DMCC Ltd., Roha was stopped and utilizing in-house biomass boiler at full load.
- Utility to the reactor condenser was stopped wherever batches were not planned.

#### (ii) Steps taken by the Company for utilizing alternate sources of energy:

- Steam requirements in all API plants are supplied from the newly converted green energy biomass boiler instead of fossil fuel boilers. The new biomass steam boiler at the Goa formulation unit has been installed and commissioned to cater to the plant's steam demand, reducing carbon footprint and conserving energy.
- Rooftop solar panels were installed to generate and supply power to the administration building, resulting in electricity savings.
- A captive solar power plant of 8 MW capacity is under implementation at the Solar Park in Maharashtra, to meet the power consumption of factory located at Roha (4.5 MW) and Kolhapur (3.5 MW), ensuring cost-effective and sustainable energy sourcing for reducing carbon footprint and improving ESG rating.

#### (iii) Capital investment on energy conservation equipment: ₹ 38.63 crores

- Installation of a captive 8 MWp solar power plant at Solar Park in Maharashtra for factories situated at Roha & Kolhapur – ₹ 33.32 crores.
- Variable Frequency Drives for warehouse HVAC units at Goa – ₹ 0.38 crores.
- 5TPH biomass-fired IBR boiler in Goa – ₹ 4.93 crores.

### RESEARCH AND DEVELOPMENT

#### b. Technology Absorption

##### (i) Efforts towards technology absorption:

Unichem had established a world-class research facility at Goa known as Centre of Excellence (CoE) to conduct high-quality generic pharmaceutical research aimed at regulatory submissions to major global markets including the USA, Mexico, Brazil, UK, France, Germany, Italy, Spain, Japan, Korea, South Africa, Tanzania, Malaysia, Sri Lanka, and others. Regulatory filings include **DMFs & ANDAs** (USA), **CEP, ASMF, and dossiers** (EU), and **JDMFs** (Japan).

R&D activities follow an integrated workflow from molecule selection to non-infringing process development, formulation innovation, bioequivalence studies, and comprehensive regulatory submissions. A strong interdisciplinary project management team ensures efficient coordination and seamless knowledge transfer to achieve business and quality objectives.

Further, Unichem is in collaboration with the parent company Ipca, working on continuous improvement of APIs & Intermediates w.r.t. the cost reduction and capacity enhancement. Some of the chiral technologies e.g. enzymatic transformations, asymmetric synthesis developed by Ipca are being leveraged for Unichem molecules where the economy of the scale is very crucial.

**(ii) Benefits derived:**

Some molecules, e.g. Sitagliptin, Mirabegron, Pregabalin and their intermediates, were developed by Ipca chiral technology were absorbed by your Company. The technologies of molecules like Amlodipine, Amitriptyline, Allopurinol having high volume & low margins APIs were significantly improved with support from parent company. Significant lower RMC compared to the outsourced APIs were achieved, thus helping Unichem products to realise better margins & maintain market leadership. Some of the other benefits derived were:

- Developing robust formulations for molecules with solubility, bioavailability, and stability challenges
- Innovations in controlled-release and patentable formulations
- Developing NDDS, MUPS, and other novel platform technologies
- Contract research capabilities for high-potency and complex molecules for regulated markets
- Successful NCE and complex tablet development (including bi-layer and tri-layer systems)

**(iii) Information regarding imported technology (imported during the last three years reckoned from the beginning of the financial year):** The Company has not imported any technology during the last three years.

**(iv) Expenditure incurred on Research and Development:**

(₹ in crores)

Particulars	FY 2026	FY 2025
Capital	8.46	2.81
Revenue	98.56	90.00
<b>Total</b>	<b>107.02</b>	<b>92.81</b>
R&D expenditure as a percentage of turnover	7.58%	5.35%

**c. Foreign Exchange Earnings and Outgo:** The details of foreign exchange in terms of actual inflows and outgo in equivalent rupees are as under:

Inflow in foreign currency – FY 2026: ₹1,562.05 crores (FY 2025 ₹ 1,484.01 crores)

Outgo (including imports) in foreign currency – FY 2026: ₹ 295.09 (FY 2025 ₹ 227.69 crores)

For and on behalf of the Board of Directors,

**Dr. Prakash A. Mody**

Chairman

(DIN: 00001285)

Mumbai  
22nd May 2026

# Business Responsibility and Sustainability Report

## SECTION A: GENERAL DISCLOSURES

### I. Details of listed entity

1	Corporate Identity Number (CIN) of the Company	L99999MH1962PLC012451
2	Name of the listed entity	Unichem Laboratories Limited
3	Year of Incorporation	22nd August 1962
4	Registered office address	47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067
5	Corporate office address	47, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067
6	E-mail ID	<a href="mailto:shares@unichemlabs.com">shares@unichemlabs.com</a>
7	Telephone	022 66474100
8	Website	<a href="http://www.unichemlabs.com">www.unichemlabs.com</a>
9	Financial year for which reporting is being done	1st April 2025 – 31st March 2026
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited and National Stock Exchange of India Limited
11	Paid-up capital	₹ 14.08 crores
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Pabitrakumar Bhattacharyya Managing Director & Chief Executive Officer Telephone 022 66474100 <a href="mailto:shares@unichemlabs.com">shares@unichemlabs.com</a>
13	Reporting boundary	Standalone basis
14	Name of assurance provider	NA
15	Type of assurance obtained	NA

### II. Products/services

#### 16. Details of business activities (accounting for 90% of turnover)

Sr. No.	Description of main activity	Description of business activity	% of turnover
a	Manufacture and Sale of pharmaceutical products	Drugs and Pharmaceuticals	100%

#### 17. Products/services sold by the entity (accounting for 90% of the entity's turnover)

Sr. No.	Product/Service	NIC Code	% of total turnover contributed
a	Manufacture of Allopathic Medicines	Class 2100/Sub class 21002	100%

### III. Operations

#### 18. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of Plants	Number of R&D Centers	Number of Offices	Total
National	6	1	1	8
International*	0	0	5	5

\* including subsidiary companies

#### 19. Markets served by the entity

##### a. Number of locations

Locations	Number
National * (No. of states)	14
International (No. of countries)	65

\* Our significant sales constitutes export of finished formulations.

**b. What is the contribution of exports as a percentage of the total turnover of the entity?**

Our contribution to exports is 97.6% of our total turnover during FY 2026.

**c. A brief on types of customers**

Unichem manufactures and markets a large basket of APIs as well as pharmaceutical formulations as branded and simple generics in several regulated and unregulated markets around the world. The company's products cater to a diverse range of therapeutic areas such as cardiology, gastroenterology, diabetology, psychiatry, neurology, anti-bacterial, anti-infective and pain management. Unichem products are mainly sold to its wholly owned subsidiaries based out of India. Our ultimate customers are the patients who use our products which are served through Distributors, health care professionals and Government Institutions across the globe.

**IV. Employees****20. Details as at the end of Financial Year****a. Employees and workers (including differently abled)**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	1,878	1,619	86.21	259	13.79
2.	Other than Permanent (E)	29	23	79.31	6	20.69
<b>3.</b>	<b>Total employees (D + E)</b>	<b>1,907</b>	<b>1,642</b>	<b>86.10</b>	<b>265</b>	<b>13.90</b>
<b>WORKERS</b>						
4.	Permanent (F)	902	901	99.89	1	0.11
5.	Other than Permanent (G)	6	6	100.00	0	0.00
<b>6.</b>	<b>Total workers (F + G)</b>	<b>908</b>	<b>907</b>	<b>99.89</b>	<b>1</b>	<b>0.11</b>

**b. Differently abled employees and workers**

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	3	2	66.67	1	33.33
2.	Other than Permanent (E)	0	0	0	0	0
<b>3.</b>	<b>Total differently abled employees (D+E)</b>	<b>3</b>	<b>2</b>	<b>66.67</b>	<b>1</b>	<b>33.33</b>
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	0	0	0	0	0
5.	Other than permanent (G)	0	0	0	0	0
<b>6.</b>	<b>Total differently abled workers (F+G)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**21. Participation/inclusion/representation of women**

Particulars	Total (A)	No. & Percentage of Females	
		No. (B)	% (B/A)
Board of Directors	6	1	16.67
Key Management Personnel*	2	-	-

\* Key Management Personal (KMP) mentioned here consists of Company Secretary and CFO. Managing Director is considered in Board of Directors and not in KMP.

**22. Turnover rate for permanent employees (Disclose trends for the past 3 years)**

Sr. No.	Particulars	FY 2026 (%)			FY 2025 (%)			FY 2024 (%)		
		Turnover rate in current financial year			Turnover rate in previous financial year			Turnover rate in year previous to the previous financial year		
		Male	Female	Total	Male	Female	Total	Male	Female	Total
a	Permanent Employees	32.63	20.90	31.05	34.28	24.95	33.05	32.07	24.30	31.03
b	Permanent Workers	31.11	66.67	31.17	23.06	85.71	23.29	20.89	18.18	20.87

## V. Holding, subsidiary and associate companies (including joint ventures)

### 23. (a) Names of holding/subsidiary/associate companies/joint ventures

Sr. No.	Name (A)	Nature of Association	% shares held by listed entity	Does entity at column A, participate in BRSR initiatives of listed entity?
1	Unichem Pharmaceuticals (USA) Inc	Subsidiary	100%	The Company encourages its subsidiaries to participate in its business responsibility activities wherever applicable.
2	Niche Generics Limited, UK			
3	Unichem Farmaceutica Do Brasil Lta			
4	Unichem S.A. Proprietary Limited			
5	Unichem (China) Pvt Limited			
6	Synchron Research Services Private Limited	Associate	32.11%	

## VI. CSR Details

### 24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013:

In terms of Section 135(1) of the Companies Act, 2013 ("Act"), CSR is applicable to the Company. However, in terms of Section 135(5) of the Act, there was no mandatory requirement for the Company to spend on CSR activities for the FY 2026 due to net average loss for immediately preceding three years.

(ii) Turnover (in ₹.) : 1,412.29 crores

(iii) Net worth (in ₹.) : 2,627.10 crores

## VII. Transparency and Disclosure Compliances

### 25. Complaints/grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct

Stakeholder group from whom complaint is received	Grievance Redressal Mechanisms in Place (If Yes, then provide web-link for grievance redressal policy)	FY 2026			FY 2025		
		No. of Complaints			No. of Complaints		
		Filed during the year	Pending resolution at close of the year	Remarks	Filed during the year	Pending resolution at close of the year	Remarks
Customers	Yes	285	26	All pending complaints are being investigated and will be resolved in due course	227	36	All pending complaints are being investigated and will be resolved in due course
Shareholders and investors	Yes	4	0	NA	13	0	NA
Employees and workers	Yes	2	0	NA	0	0	NA
Value Chain Partners	Yes	0	0	NA	0	0	NA
Communities	Yes	0	0	NA	0	0	NA
Others	Yes	0	1	Detailed in Principle no. 6, point no. 13	0	1	Detailed in Principle no. 6, point no. 13

- The Quality Assurance (QA) team reviews all customer complaints related to product quality and follows established Standard Operating Procedures (SOPs) for receiving, investigating, and responding to such concerns. Customers may submit complaints through designated email IDs provided by the QA or business teams. For consistency, prior-year data has been regrouped and reclassified to align with current-year reporting. Additionally, region-specific toll-free numbers are available and managed by external Pharmacovigilance service agencies. A dedicated email ID is also provided for reporting urgent safety issues or medical emergencies, including adverse events. Customers can further connect with the Company through its website: <https://www.unichemlabs.com/contact-us.php>.
- Shareholder grievances are managed by the Company's Registrar and Transfer Agent, M/s. MUFG Intime India Pvt. Ltd. ([rent.helpdesk@in.mpmf.mufg.com](mailto:rent.helpdesk@in.mpmf.mufg.com)), along with the Company's Secretarial team. Shareholders may also raise queries or complaints through the dedicated email ID [shares@unichemlabs.com](mailto:shares@unichemlabs.com). Contact details of the responsible officials are available on the Company's website.

- The Company dedicates itself to resolving stakeholder concerns impartially and justly. Our HR grievance framework includes the Grievance Policy, Code of Business Conduct and Ethics, Whistleblower Policy, and Policy on Prevention of Sexual Harassment at the Workplace. Mandatory policies appear on our public website, with internal ones available through the intranet. We invite stakeholders to lodge complaints using the contact information outlined in the relevant intranet policies, underscoring our dedication to open and efficient issue resolution.
- Vendors may raise their concerns directly with the relevant Functional Head or Strategic Business Unit (SBU) Head. Such grievances are promptly addressed to ensure timely resolution.
- Communities may submit grievances via the Company's HR department, plant heads, or relevant implementing agencies, depending on the situation.

## 26. Overview of the entity's material responsible business conduct issues

### i. Product quality and safety and data integrity

Sr. No.	Whether risk or opportunity	Both risk and opportunity
a	Rationale for identifying risk/opportunity	<ul style="list-style-type: none"> <li>• <b>In line with Unichem mission 'To be a caring pharmaceutical company helping to enhance health through quality products'.</b> Product quality and safety remains the Company's highest priorities, with sustainability and statutory compliance integrated from the design stage itself.</li> <li>• We are strengthening our product pipeline through a combination of new drug development, expansion into new therapeutic areas, while also increasing our global reach.</li> <li>• All risks and opportunities are assessed by considering cost and price differentials, along with their impact on short-term and long-term profitability and sustainability.</li> </ul>
b	In the case of risk, approach to adapt or mitigate	<ul style="list-style-type: none"> <li>• The Company places strong emphasis on comprehensive product lifecycle management through a "Total Lifecycle Management" approach.</li> <li>• Risks related to cost, quality, market dynamics, regulatory requirements, and environmental factors are continuously assessed, and appropriate mitigation actions are undertaken.</li> <li>• For instance, the organization focuses on enhancing quality and systematically tracking Corrective and Preventive Actions (CAPA), with a particular emphasis on Data Integrity (DI).</li> </ul>
c	Financial implications of the risk or opportunity (indicate positive or negative implications)	<p><b>Positive:</b> Unichem adheres to robust procedures and strong systemic controls to ensure product quality and efficacy, supported by an exemplary track record of compliance with internationally accredited regulatory authorities across all its manufacturing facilities.</p> <p><b>Negative:</b> Any health and safety incident has the potential to erode customer trust and may adversely affect product demand.</p>

### ii. Regulatory Compliance

Sr. No.	Whether risk or opportunity	Both risk and opportunity
a	Rationale for identifying risk/opportunity	<ul style="list-style-type: none"> <li>• Compliance with regulatory requirements in the pharmaceutical industry is a complex process and presents multiple types of risks, if we fail to comply fully with government regulations. It may result in delays or denies approvals for new products, increase the cost of developing new products, increase the risk of not being able to serve the market affecting the realisation of product revenues.</li> <li>• Consistent adherence to regulatory standards ensures business continuity and helps avoid operational disruptions.</li> <li>• Conversely, any instance of non-compliance can result in significant business losses and damage to reputation.</li> </ul>
b	In the case of risk, approach to adapt or mitigate	<p>To mitigate these risks, the Company</p> <ul style="list-style-type: none"> <li>• Strictly adheres to established Standard Operating Procedures (SOPs).</li> <li>• It maintains international accreditations in line with applicable</li> </ul>

## ii. Regulatory Compliance (contd.)

Sr. No.	Whether risk or opportunity	Both risk and opportunity
		<p>regulatory requirements.</p> <ul style="list-style-type: none"> <li>We have robust and comprehensive compliance programs with policies, procedures, and guidelines.</li> <li>Independent audits are conducted regularly, and expert consultations are sought whenever necessary.</li> <li>Continuous training programs are undertaken to enhance employee capabilities, ensuring not only compliance with but also surpassing stringent cGMP (Good Manufacturing Practice) standards, while keeping personnel updated on evolving regulatory requirements.</li> </ul>
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	<p><b>Positive:</b> Governance beyond compliance can help to get a competitive edge, improve business performance, mitigate risks, enable value creation, and strengthen stakeholder relationships.</p> <p><b>Negative:</b> In this industry, non-compliance is treated with utmost seriousness and may result in regulatory actions such as warning letters, import alerts, plant shutdowns, financial penalties, leading to loss of revenue and profitability.</p>

## iii. Research and Development

Sr. No.	Whether risk or opportunity	Both risk and opportunity
a	Rationale for identifying risk/opportunity	<ul style="list-style-type: none"> <li>Research and Development (R&amp;D) serves as a key driver of Unichem's future growth across Active Pharmaceutical Ingredients (APIs), process research, analytics, formulation development, and clinical research as Company's vision is <b><i>"To be a global pharmaceutical company with increasing focus on innovative research and developed markets."</i></b></li> <li>The launch of new products involves substantial investments and is subject to challenges such as regulatory hurdles, intense competition, and patent litigations, which may impact timelines.</li> <li>Continued commitment to investment and focus on R&amp;D will enable Unichem to sustain and expand a diverse product portfolio across multiple therapeutic areas.</li> </ul>
b	In the case of risk, approach to adapt or mitigate	<ul style="list-style-type: none"> <li>The Company continues to invest in R&amp;D across its key markets and has secured the necessary regulatory approvals.</li> <li>The Centre of Excellence (CoE) in Goa, supported by a team of experienced scientists and PhDs, enables the Company to effectively leverage its manufacturing capabilities through increased regulatory filings, thereby supporting robust growth in the years ahead.</li> <li>The R&amp;D Centre is equipped with a strong synthesis and analytical team, supported by state-of-the-art infrastructure.</li> <li>The Formulations R&amp;D division features advanced facilities for the development of tablets, capsules, and liquid orals, along with dedicated facilities for injectables and pre-formulation laboratories. These facilities enable drug-excipient compatibility studies and the physical characterization of APIs.</li> </ul>
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	<p><b>Positive:</b> Drives growth by enhancing revenue generation and improving profitability.</p> <p><b>Negative:</b> Delays in product launches can lead to increased costs and potential price erosion, thereby impacting margins.</p>

## iv. Environment Health and Safety

Sr. No.	Whether risk or opportunity	Risk
a	Rationale for identifying risk/opportunity	Inadequate safety increases the possibility of equipment malfunction, may lead to severe consequences for employees such as injuries and fatalities, and environmental damage. Proactively identifying, assessing and managing potential hazards, ensuring adequate training, and implementing stringent safety and quality control measures helps us ensure employee safety, reduce environmental damage, and maintain our operational integrity and reputation. A Hazardous and unsafe environment can cause physical and mental harm to the employees impacting their productivity and efficiency directly impacting the costs of the Company in terms of medical expenses, damages and its productivity as well.
b	In the case of risk, approach to adapt or mitigate	Process Safety is one of our key focus areas during manufacturing or R&D operations. We have framed our internal guidelines on process safety, and we carry out risk assessments to mitigate the safety risks by applying inherent safety design principles with all effective hierarchy of controls. We regularly monitor our system by way of internal and external audits and proactive measures are taken on identified hazards to minimize the risk. Our plants have been audited for standards such as ISO14001, ISO45001, SA8000 and others. Our sites have received necessary approvals from regulatory bodies and elements of Environment, Health & Safety are verified from time to time to ascertain compliance with risk management.
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	Non-compliance with the Environment, Health & safety requirement will lead to violation of condition to run our operation. It will also negatively impact on the nearby communities and earn bad name for the company. Also, the lack of safe working place will result in illness & injuries of our workers and impact on the productivity of company. Also, it will result in high-cost medical expenses both direct and indirect. Non-compliance of environment, health & safety requirements will lead to warning, fines and closure of the manufacturing units.

## v. Sustainable Supply Chain Management

Sr. No.	Whether risk or opportunity	Both risk and opportunity
a	Rationale for identifying risk/opportunity	Considering the industry's energy-intensive production processes and extensive supply chains, emissions pose several risks, regulatory penalties, reputational damage, and supply chain disruptions, making pharmaceutical companies vulnerable to climate-related regulations and public scrutiny. Disruptions in supply chain will not only impact on the availability of products to customers but also on our manufacturing operations in case of any shortage of materials. Maintaining optimum APIs and intermediates with transport cost rationalisation and dependence on few vendors are the key risks areas.
b	In the case of risk, approach to adapt or mitigate	<ul style="list-style-type: none"> <li>To reduce our value chain emissions, we are engaging with high-value spend suppliers for sourcing sustainably.</li> <li>Optimisation of transport cost to serve the customer by shifting from air to sea shipments.</li> <li>We attempt to use broad base of suppliers to minimise risk arising from dependence on a single supplier. We continue to identify, upgrade, and develop alternate vendors as part of risk mitigation and continual improvement.</li> <li>Strategic inventory management and maintaining buffer stock to handle supply disruptions.</li> </ul>

## v. Sustainable Supply Chain Management (contd.)

Sr. No.	Whether risk or opportunity	Both risk and opportunity
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	<p><b>Positive:</b> Multiple vendors for uninterrupted supplies of material will have cost competitiveness. Uninterrupted supply will increase the service level with customers.</p> <p><b>Negative:</b> Disruption can increase the cost of material and loss of customers.</p>

## vi. Water Management &amp; Waste Management

Sr. No.	Whether risk or opportunity	Risk
a	Rationale for identifying risk/opportunity	Water is a critical input in the processing and formulation of APIs, intermediates and finished pharmaceutical products, in the preparation of solvents and reagents. Inefficient water management can lead to higher production costs, and regulatory issues. As manufacturing operation requires intensive use of water, their conscious use is required for the benefit of society at large. Also, waste generated during the process may pose direct and long-term harm to both human safety and environment if not managed properly.
b	In the case of risk, approach to adapt or mitigate	Our water management strategy involves key focus areas including water efficiency and identifying alternate water sources for water security. The company uses fresh water suitable to requirement needs. The used water at all locations is treated in wastewater treatment plants and then reused for other suitable needs, thereby reducing load on fresh water demand. Our Pithampur, Kolhapur, Roha & Goa plants are zero liquid discharge, i.e. all the wastewater generated from operation is utilized within premises and there is no discharge outside. Waste generated at site is disposed-off through environmentally sound technologies to meet all applicable compliances.
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	Lack of water management & waste management in place will lead to their disposal in environment creating a risk of contamination of soil, water, human health and attract fine, penalties and closure of manufacturing operation by regulating bodies.

## vii. Energy &amp; Emission Management

Sr. No.	Whether risk or opportunity	Risk
a	Rationale for identifying risk/opportunity	As a pharmaceutical company, the bulk of direct emissions come from running boilers and indirect emissions from purchased electricity for both industrial and domestic purposes. Direct or indirect, most of our energy need is fulfilled using fossil fuel which is depleting and posing pollution risk. Switching to a cleaner and renewable source of energy is the need of the day since climate change poses a threat to business continuity, human safety and long-term sustainability.
b	In the case of risk, approach to adapt or mitigate	We have committed to transition to renewable power by maximising renewable capacity utilisation and transitioning from fossil fuels to biomass. We are exploring alternative biomass sources and will continue invest in solar, energy management to accelerate our green transition. The company has switched to Biomass as fuel which is a clean renewable energy source for boiler operation at its four locations, namely Pithampur, Kolhapur, Roha & Goa-1 sites. Also, to the extent possible, express feeder connection is taken at

## vii. Energy &amp; Emission Management (contd.)

Sr. No.	Whether risk or opportunity	Risk
		sites which reduces need for diesel generator operation. Boilers at Ghaziabad site are operated using PNG which is clean fuel. All our emissions are equipped with suitable mechanism to control the pollutants within prescribed norms given by the regulatory body.
c	Financial implications of the risk or opportunity (indicate positive or negative implication)	Use of energy derived from fossil fuel has a threat to human health and to business continuity in long term as it is depleting fast. As a concerned company, we are committed to adopt sustainable energy sources to the extent possible to provide our products at competitive prices to our customers.

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

The National Guidelines for Responsible Business Conduct (NGRBC) as prescribed by the Ministry of Corporate Affairs advocates nine principles referred as P1-P9 as given below:

- P1 Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable  
P2 Businesses should provide goods and services in a manner that is sustainable and safe  
P3 Businesses should respect and promote the well-being of all employees, including those in their value chains  
P4 Businesses should respect the interests of and be responsive towards all its stakeholders  
P5 Businesses should respect and promote human rights  
P6 Businesses should respect, protect and make efforts to restore the environment  
P7 Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent  
P8 Businesses should promote inclusive growth and equitable development  
P9 Businesses should engage with and provide value to their consumers in a responsible manner

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	<b>Policy and Management Process</b>									
1.	a. Whether your entity'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, the Company has laid down comprehensive policies covering these principles and all the policies have been approved by the Board.								
	c. Web link of the policies, if available	<a href="https://www.unichemlabs.com/pdf/policies/business-responsibility-policies.pdf">https://www.unichemlabs.com/pdf/policies/business-responsibility-policies.pdf</a>								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Company has translated these policies into procedures and practices wherever applicable.								
3.	Do the enlisted policies extend to your value chain partners? (Yes/ No)	Yes. The Code of Business Conduct and Ethics and the Whistle Blower policy is applicable to all stakeholders.								
4.	Name of the national and international codes/certifications/labels/standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusted) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Three of our manufacturing locations namely, Kolhapur, Roha & Pithampur are certified for ISO 14001 (Environment Management System) & ISO 45001 (Occupational Health and Safety Management System).								

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9	
<b>Policy and Management Process</b>											
5.	Specific commitments, goals and targets set the entity with defined timelines, if any	1.	Recycle and reuse 80% of total treated effluent by FY 2027.								
		2.	Dispose of 60% of total waste generated through co-processing, reuse, or recycling by FY 2028.								
		3.	Reduce Scope 1 and Scope 2 emissions by 10% by FY 2030 (against the baseline year).								
		4.	Achieve a 10% year-on-year reduction in Accident Frequency Rate (AFR) and Incident Frequency Rate (IFR).								
6.	Performance of the entity against the specific commitments, goals and targets, along with reasons in case the same are not met	1.	84% of the treated effluent was recycled and reused.								
		2.	53% of the total waste generated was managed through co-processing, reuse, or recycling.								
		3.	Scope 1 and Scope 2 emissions were reduced by 26% against the baseline year.								
		4.	An 18.1% year-on-year reduction in Accident Frequency Rate (AFR) and Incident Frequency Rate (IFR) was recorded.								

#### GOVERNANCE, LEADERSHIP AND OVERSIGHT

##### 7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements

- We recognize sustainability as a fundamental aspect of delivering high-quality products in a responsible and ethical manner to our customers.
- We continuously prioritize safety and resource efficiency across our manufacturing processes, creating value while minimizing and mitigating adverse environmental and social impacts throughout the product life cycle.
- We actively collaborate with internal teams and external partners to drive innovation and adopt practices aligned with our sustainability objectives.
- We are committed to strengthening technology and automation across our business ecosystem to enhance sustainability, ensure operational excellence, and maintain a strong customer-centric approach for sustained economic performance.

##### 8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility Policy(ies)

Mr. Pabitrakumar Bhattacharyya, Managing Director & Chief Executive Officer

##### 9. Does the entity have a specified committee of the Board / Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details

The Board is responsible for decision making on sustainability related issues.

##### 10. Details of Review of NGRBCs by the Company:

Sr. No.	Subject for Review	Indicate whether review was undertaken by directors/committee of the Board/any other committee									Frequency (annually/half yearly/ quarterly/any other-please specify)								
		P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
a	Performance against the above policies and follow up action	Yes. The Company's business responsibility performance and its policies are reviewed by the Board on an annual basis.																	
b	Compliance with statutory requirements of relevance to the principles and rectifications of any non-compliances	The policies undergo periodic review for ensuring compliance with statutory requirements.																	

##### 11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes / No). If yes, provide name of the agency. No

##### 12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated: NA

**SECTION C: PRINCIPLE-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**

Sr. No.	Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
a	Board of Directors and KMP	7	P1 to P9 of BRSR	93.3%
b	Employees/ Workers other than the Board of Directors and KMPs	Average training hours per employee is around 33.5 hours on various programs.	P1 to P9 of BRSR	99%
c	Workers			

**2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings with regulators / law enforcement agencies / judicial institutions in FY 2026:**

During the year, the Company had paid an amount of Euro 16753873.4 against EU commission demand notice relating to perindropil patent dispute of 2005.

**3. Of the instances disclosed above, details of the appeal / revision preferred in cases where monetary or non-monetary action has been appealed: NA****4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy:**

We uphold the highest standards of integrity and ethics in all our business activities. Our Code of Business Conduct and Ethics can be found on both our website and intranet, and the Anti-Bribery Policy is available to every employee via the intranet. These documents embody our zero-tolerance stance on unethical conduct. Our HR and Internal Audit teams monitor compliance on an ongoing basis, investigating any breaches swiftly and escalating them to the Audit Committee for appropriate measures, wherever applicable.

To promote awareness across all levels, we integrate these policies into employee training programs. They are also easily accessible online. Key links:

Anti-Bribery Policy: Company's intranet

Code of Business Conduct and Ethics: <https://www.unichemlabs.com/pdf/policies/code-of-business-conduct-ethics.pdf>

**5. Number of Directors / KMPs / employees against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption: Nil****6. Details of complaints with regard to conflict of interest:**

No complaints of conflict of interest of Directors and KMP were received during FY 2025 and FY 2026.

**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 conflicts of interest: NA**

**8. Number of days of accounts payables ((Accounts payable\*365)/ Cost of goods/services procured) in the following format:**

	FY 2026	FY 2025
Number of days of accounts payables	68	70

**9. Open-ness of business**

**Provide details of concentration of purchases and sales with trading houses, dealers and related parties along-with loans and advances & investments, with related parties, in the following format:**

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)*
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	4.06%	2.14%
	b. Number of trading houses where purchases are made from	174	100
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	68.79%	81.00%
Concentration of Sales	a. Sales to dealers /distributors as % of total sales	4.41%	4.86%
	b. Number of dealers/ distributors to whom sales are made	21	20
	c. Sales to top 10 dealers /distributors as % of total sales to dealers / distributors	85.84%	88.86%
Share of RPTs in	a. Purchases (Purchases with related parties /Total Purchases)	1.43%	2.81%
	b. Sales (Sales to related parties /Total Sales)	65.59%	66.40%
	c. Loans & advances (Loans & advances given to related parties /Total loans & advances)	99.54%	99.56%
	d. Investments (Investments in related parties /Total Investments made)	97.04%	97.31%

**PRINCIPLE 2: BUSINESSES 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 product and processes to total R&D and capex investments made by the entity, respectively**

Sr. No.	Particular	FY 2025-26	FY 2024-25*	Details of improvement in environment and social impacts
a	R&D	100%	100%	R&D expenditure in various technologies is focused on improving the environmental and social impacts of our products/ processes.
b	Capex	15.41%	2.82%	These projects pertain in improving environment footprint, i.e., energy conservation, water conservation, waste reduction & improving life of people.

\* previous year figure has been regrouped wherever necessary

**2. (a) Does the entity have procedures in place for sustainable sourcing?**

Yes, the entity has established procedures for sustainable sourcing. Its approach focuses on maintaining high standards of quality, safety, and reliability across the supply chain. Suppliers are selected through defined procedures that apply from raw material sourcing onwards and followed by all partners. The company emphasizes sustainable procurement, including encouragement of local sourcing, supported by established SOPs for vendor appointments. Suppliers are required to submit detailed information on accreditations, certifications, inspections, SOPs, and quality control practices prior to approval. Additionally, the entity prioritizes long-term relationships with vendors and ensures compliance with Good Manufacturing Practices (GMP) to maintain consistent product quality and control.

Weblink of the policy: <https://www.unichemlabs.com/pdf/policies/Sustainable-Procurement-Policy.pdf>

**(b) If Yes, what percentage of inputs were sourced sustainability?**

We are in the process to track and monitor the percentage of input materials that are sourced sustainably.

**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**

Our products are exported to other countries. Hence liability to reuse, recycle and disposing of them at the end of life is on our customer as per law of land applicable to them.

Particulars	FY 2026			FY 2025		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	236.4 MT	-	-	230.6 MT	-
E-waste	-	2.6 MT	-	-	1.6 MT	-
Hazardous waste	-	2,886.0 MT	3,860.1 MT	-	2,492.2 MT	4,044.1 MT
Other waste	412 MT	750.7 MT	-	0.0 MT	613.7 MT	-

**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 EPR plan submitted to Pollution Control Boards? If not, provide steps taken to address the same**

Our EPR waste is recycled by local recyclers and scrap dealers. We fulfil our EPR liability by exchanging EPR credit in accordance with governing rules of Pollution Control Board.

**PRINCIPLE 3: BUSINESS SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES INCLUDING THOSE IN THEIR VALUE CHAINS**

**Essential Indicators**

**1 a. Details of measures for the well-being of employees**

Sr. No.	Category	% employees covered by										
		Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Daycare facilities	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent Employees</b>												
a	Male	1,619	1,619	100.00	1,619	100.00	0	0.00	1,619	100.00	0	0.00
b	Female	259	259	100.00	259	100.00	259	100.00	0	0.00	163	62.93
<b>c</b>	<b>Total</b>	<b>1,878</b>	<b>1,878</b>	<b>100.00</b>	<b>1,878</b>	<b>100.00</b>	<b>259</b>	<b>13.79</b>	<b>1,619</b>	<b>86.21</b>	<b>163</b>	<b>8.68</b>
<b>Other than Permanent Employees</b>												
a	Male	23	23	100.00	23	100.00	0	0.00	23	100.00	0	0.00
b	Female	6	6	100.00	6	100.00	6	100.00	0	0.00	0	0.00
<b>c</b>	<b>Total</b>	<b>29</b>	<b>29</b>	<b>100.00</b>	<b>29</b>	<b>100.00</b>	<b>6</b>	<b>20.69</b>	<b>23</b>	<b>79.31</b>	<b>0</b>	<b>0.00</b>

**b. Details of measures for the well-being of workers**

Sr. No.	Category	% workers covered by										
		Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Daycare facilities	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent workers</b>												
a	Male	901	901	100.00	901	100.00	0	0.00	901	100.00	0	0.00
b	Female	1	1	100.00	1	100.00	1	100.00	0	0.00	1	100.00
<b>c</b>	<b>Total</b>	<b>902</b>	<b>902</b>	<b>100.00</b>	<b>902</b>	<b>100.00</b>	<b>1</b>	<b>0.11</b>	<b>901</b>	<b>99.89</b>	<b>1</b>	<b>0.11</b>
<b>Other than Permanent workers</b>												
a	Male	6	6	100.00	6	100.00	0	0.00	6	100.00	0	0.00
b	Female	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
<b>c</b>	<b>Total</b>	<b>6</b>	<b>6</b>	<b>100.00</b>	<b>6</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>6</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>

**c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format**

	FY 2026	FY 2025
Cost incurred on well- being measures as a % of total revenue of the company	1.37%	1.13%

*Various expenses incurred towards employee welfare has been considered and accordingly previous year's figures have been regrouped.*

**2. Details of retirement benefits, for Current FY and Previous FY**

Sr. No.	Benefits	FY 2026			FY 2025		
		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/NA)	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/NA)
a	PF	99.90	100.00	Y	100.00	100.00	Y
b	Gratuity	98.58	99.34	Y	95.37	94.46	Y
c	ESI	4.25	29.19	Y	10.24	43.05	Y
d	Others - please specify	NA					

**3. Accessibility of workplaces**

**Are the premises / offices accessible to differently abled employees as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard**

At present, our team includes three employees with a disability, who are provided with comprehensive support and requisite physical infrastructure. We are fully committed to cultivating an inclusive workplace that ensures complete accessibility for employees with diverse needs.

**4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy**

At our Company, equal opportunity forms a core principle, with diversity embedded as a fundamental element of our culture. We are committed to fostering an inclusive workplace free from all discrimination. Our HR policies ensure adherence to the Rights of Persons with Disabilities Act, 2016, underscoring our dedication to accessibility and equality for everyone.

Web-link of the policy is at: <https://www.unichemlabs.com/pdf/policies/business-responsibility-policies.pdf>

**5. Return to work and retention rates of permanent employees and workers that took parental leave**

Sr. No.	Gender	Permanent employees		Permanent workers	
		Return to work rate (%)	Retention rate (%)	Return to work rate (%)	Retention rate (%)
a	Male	100 %	100 %	NA	NA
b	Female	100 %	85.71 %	NA	NA
c	<b>Total</b>	<b>100 %</b>	<b>87.50 %</b>	<b>NA</b>	<b>NA</b>

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief**

Sr. No.	Particular	Yes/No
a	Permanent Employees	Yes
b	Other than Permanent Employees	Yes
c	Permanent Workers	Yes
d	Other than permanent Workers	Yes

Our employee grievance redressal mechanism is comprehensive and multi-pronged, offering robust support:

- The Grievance Handling Policy is available on the company intranet for employees to voice concerns or complaints, featuring a transparent and confidential resolution process.
- Compliant with regulatory mandates, the Company maintains an Internal Complaints Committee (ICC) to handle workplace sexual harassment cases. The Policy on Prevention of Sexual Harassment provides detailed reporting and redressal procedures, bolstered by organization-wide awareness programs.
- Unethical conduct or misconduct can be reported via the Whistleblower Policy, which offers a protected channel for grievances. These are examined and referred to the Audit Committee of the Board for unbiased, in-depth review.
- The HR team promotes open dialogue for employees to submit feedback, ideas, or issues on working conditions, health, and safety, fostering a culture of well-being and ongoing enhancement.

Grievances from non-permanent staff are managed mainly by their contractors, with the Company extending requisite assistance, data, and records to facilitate equitable and prompt resolution.

#### 7. Membership of employees and worker in association(s) or unions recognized by the listed entity

Sr. No.	Particulars	FY 2026			FY 2025		
		Total Employees/workers in the respective category (A)	No. of employees/workers in the respective category, who are part of the association(s) or union (B)	(%B/A)	Total Employees/workers in the respective category (C)	No. of employees/workers in the respective category, who are part of the association(s) or union (D)	(%D/C)
	<b>Total Permanent Employees</b>	<b>1,878</b>	<b>103</b>	<b>5.48</b>	<b>2,103</b>	<b>116</b>	<b>5.52</b>
a	Male	1,619	103	6.36	1,826	116	6.35
b	Female	259	0	0.00	277	0	0.00
	<b>Total Permanent Workers</b>	<b>902</b>	<b>132</b>	<b>14.63</b>	<b>1,039</b>	<b>133</b>	<b>12.80</b>
a	Male	901	132	14.65	1,037	133	12.83
b	Female	1	0	0.00	2	0	0.00

#### 8. Details of training given to employees and workers

Sr. No.	Category	FY 2026					FY 2025				
		Total (A)	On health and safety		On skill upgradation		Total (D)	On health and safety		On skill upgradation	
			No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>											
a	Male	1,642	1,636	99.63	1,566	95.37	1,931	1,715	88.81	1,852	95.91
b	Female	265	263	99.25	201	75.85	295	237	80.34	236	80.00
c	<b>Total</b>	<b>1,907</b>	<b>1,899</b>	<b>99.58</b>	<b>1,767</b>	<b>92.66</b>	<b>2,226</b>	<b>1,952</b>	<b>87.69</b>	<b>2,088</b>	<b>93.80</b>
<b>Workers</b>											
a	Male	907	903	99.56	907	100.00	1,099	1,061	96.54	1,098	99.91
b	Female	1	1	100.00	1	100.00	2	2	100.00	2	100.00
c	<b>Total</b>	<b>908</b>	<b>904</b>	<b>99.56</b>	<b>908</b>	<b>100.00</b>	<b>1,101</b>	<b>1,063</b>	<b>96.55</b>	<b>1,100</b>	<b>99.91</b>

## 9. Details of performance and career development reviews of employees and workers

Sr. No.	Category	FY 2026			FY 2025		
		Total (A)	No. (B)	(%B/A)	Total (C)	No. (D)	(%D/C)
	<b>Employees</b>						
a	Male	1,642	1,413	86.05	1,931	1,639	84.88
b	Female	265	251	94.72	295	254	86.10
<b>c</b>	<b>Total</b>	<b>1,907</b>	<b>1,664</b>	<b>87.26</b>	<b>2,226</b>	<b>1,893</b>	<b>85.04</b>
	<b>Workers</b>						
a	Male	907	716	78.94	1099	805	73.25
b	Female	1	1	100.00	2	2	100.00
<b>c</b>	<b>Total</b>	<b>908</b>	<b>717</b>	<b>78.96</b>	<b>1101</b>	<b>807</b>	<b>73.30</b>

## 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 of such system?

The Company has implemented well defined Occupational Health and Safety Management system which takes care of all aspects such as men, machine and material safety. Three of our manufacturing locations namely Roha, Kolhapur and Pithampur are certified for ISO 14001 (Environment Management System) and ISO 45001 (Occupational health and safety management system). We are committed to providing a safe and healthy work environment for those working on, visiting, or living near our operations. Management at all levels is responsible and accountable for the occupational safety and health performance of the employees and workers.

### 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 uses various processes to identify work-related hazards such as Hazard Operability study process, Hazard identification & Risk assessment process (HIRA) and Environmental Impact Assessment (EIA) to identify hazards in routine activities. Risk matrix is used to assess the risk associated with identified Hazard and required control measures are taken as necessary. All risk assessments are reviewed during any change, modification, upgradation as well as on a periodic basis. Also, Job Safety Analysis and Permit to work procedures are followed to identify work-related hazards in non-routine activities.

### c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks (Yes / No)

Yes, there is process for reporting of work-related hazards and time bound actions are taken to remove such risks. Periodic training is given to workers and they are encouraged to report such hazards.

### d. Do the employees have access to non-occupational medical and healthcare services? (Yes / No)

Yes, The Company has an Occupational Health center at all locations with trained medical staff. The doctor-on-call facility is also made available, if required. Medical checkup is conducted at regular intervals at the locations. All our employees and workers undergo pre-employment health assessment. The Company has an employee Group Medical Policy and Personal Accident Policy. The Mediclaim policy of the Company also provides maternity benefits to its female employees.

## 11. Details of safety-related incidents

Sr. No.	Safety Incident / Number	Category*	FY 2026	FY 2025
a	Lost Time Injury Frequency Rate (LTIFR) (per one million person hours worked)	Employees	0.00	2
		Workers	0.00	0.00
b	Total recordable work-related injuries	Employees	20	10
		Workers	9	2
c	No. of fatalities	Employees	0	0
		Workers	0	0
d	High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
		Workers	0	0

\* Including contract workforce

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace**

The Company has implemented a defined Environment Health and Safety (EHS) system at all its sites. Dedicated EHS Team is available at all sites. A safety committee is formed at each site which comprises involvement from workers. Safety promotional activities such as celebration of safety and fire service week are undertaken to improve awareness and motivate workers. Safety assessment is carried out to verify compliance with internal standards as well as statutory requirements. Medical checkups are periodically undertaken. Health awareness camps are also organized from time to time.

**13. Number of complaints on the following made by employees**

Sr. No.	Particulars	FY 2026			FY 2025		
		Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
a	Working conditions	Nil					
b	Health and safety						

**14. Assessments for the year**

Sr. No.	Particulars	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
a	Health and safety practices	100
b	Working conditions	100

**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**

There are no pending actions for safety related incidents. The company has set procedures for investigation of safety related incidents, if any, and implement corrective and preventive actions in a time bound manner. Risk assessment is performed for all activities and control measures are defined and implemented. Closure of all gaps identified during internal and external audits/assessments in a timely manner is an ongoing process

**PRINCIPLE 4: BUSINESSES 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 entity**

An individual, group of individuals or an organisation that impacts our business or are impacted by our business forms the key stakeholders of our Company. Our core stakeholders are our end users, namely the patients and include our customers, distributors, regulators, suppliers, shareholders, employees and the local communities.

**2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group**

Sr. No.	Key Stakeholders	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
a	Employees	No	Notice boards, open houses, town hall, day-to-day interactions with employees, appraisals, rewards and recognitions programs, grievance mechanisms, workshops, intranet, emails and employee engagement activities.	Need Based	Encourage open communication with employees to resolve their questions on learning, performance, career growth, and grievances, promoting a safe and fair workplace.

Sr. No.	Key Stakeholders	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
b	Customers	No	E- mails and customer meet, participation in trade fairs, website, grievance redressal mechanism.	Need based	Attending trade fair, intimating them on our products, building stronger relationships, enhancing businesses and keep them informed about new products.
c	Regulators	No	E-mails, facility audits and visits, one-on-one meetings, conferences, seminars.	Periodic	Keeping abreast of the regulations and amendments. Seeking regulatory approvals and inspections to sell quality and safe goods to customers and in new jurisdictions.
d	Suppliers and Vendors	No	E-mails, meetings, facility audits and grievance mechanism.	Regularly	Business relation continuity, Price negotiations for Long-term partnership.
e	Communities	Yes	Directly or through implementing agencies, wherever applicable.	Need based	To develop a sustainable ecosystem for our communities where we operate and provide them with support for health, education and sanitation as per need.
f	Investors / Shareholders	No	Email, newspaper advertisement, website, AGM, disclosures to stock exchanges, investor interactions.	Need based and Quarterly	To update them about important developments in the Company and address their grievances, if any.

#### PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

##### Essential Indicator

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Sr. No.	Category	FY 2026			FY 2025		
		Total (A)	No. of employees / workers covered (B)	(%B/A)	Total (C)	No. of employees / workers covered (D)	(%D/C)
<b>Employees</b>							
a	Permanent	1,878	1,870	99.57	2,103	1,832	87.11
b	Other than permanent	29	29	100.00	123	120	97.56
	<b>Total Employees</b>	<b>1,907</b>	<b>1,899</b>	<b>99.58</b>	<b>2,226</b>	<b>1,952</b>	<b>87.69</b>
<b>Workers</b>							
a	Permanent	902	898	99.56	1,039	1,009	97.11
b	Other than permanent	6	6	100.00	62	54	87.10
	<b>Total Workers</b>	<b>908</b>	<b>904</b>	<b>99.56</b>	<b>1,101</b>	<b>1,063</b>	<b>96.55</b>

**2. Details of minimum wages paid to employees and workers, in the following format:**

Sr. No.	Category	FY 2026					FY 2025				
		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)
<b>Employees</b>											
	<b>Permanent</b>	<b>1,878</b>	<b>0</b>	<b>0.00</b>	<b>1,878</b>	<b>100.00</b>	<b>2,103</b>	<b>0</b>	<b>0.00</b>	<b>2,103</b>	<b>100.00</b>
a	Male	1,619	0	0.00	1,619	100.00	1,826	0	0.00	1,826	100.00
b	Female	259	0	0.00	259	100.00	277	0	0.00	277	100.00
	<b>Other than Permanent</b>	<b>29</b>	<b>0</b>	<b>0.00</b>	<b>29</b>	<b>100.00</b>	<b>123</b>	<b>0</b>	<b>0.00</b>	<b>123</b>	<b>100.00</b>
a	Male	23	0	0.00	23	100.00	105	0	0.00	105	100.00
b	Female	6	0	0.00	6	100.00	18	0	0.00	18	100.00
<b>Workers</b>											
	<b>Permanent</b>	<b>902</b>	<b>0</b>	<b>0.00</b>	<b>902</b>	<b>100.00</b>	<b>1,039</b>	<b>0</b>	<b>0.00</b>	<b>1,039</b>	<b>100.00</b>
a	Male	901	0	0.00	901	100.00	1,037	0	0.00	1,037	100.00
b	Female	1	0	0.00	1	100.00	2	0	0.00	2	100.00
	<b>Other than Permanent</b>	<b>6</b>	<b>0</b>	<b>0.00</b>	<b>6</b>	<b>100.00</b>	<b>62</b>	<b>0</b>	<b>0.00</b>	<b>62</b>	<b>100.00</b>
a	Male	6	0	0.00	6	100.00	62	0	0.00	62	100.00
b	Female	0	0	0.00	0	100.00	0	0	0.00	0	100.00

**3. Details of remuneration/salary/wages**

**a. Median remuneration/wages:**

Sr. No.	Particulars	Male		Female	
		Number	Median remuneration/salary/wages of respective category (Amount in ₹)	Number	Median remuneration/salary/wages of respective category (Amount in ₹)
a	Board of Directors (BoD)	5	12,00,000	2	4,00,000
b	Key Managerial Personnel (other than BoD)	2	1,09,56,826	0	0
c	Employees other than BoD and KMP	1,639	6,80,981	265	5,42,602
d	Workers	907	3,58,070	1	3,23,289

**b. Gross wages paid to females as % of total wages paid by the entity, in the following format:**

	FY 2026	FY 2025
Gross wages paid to females as % of total wages	8.95	8.48

**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)**

Yes. Our core objective is to foster an inclusive workplace where every individual receives dignity and respect, enabling professional growth. To honor this pledge, our Internal Complaints Committee (ICC) swiftly handles workplace sexual harassment cases while enforcing a zero-tolerance stance on unethical conduct. The Company has developed a Human Rights Policy, integrated into employee training programs. Additionally, staff may report any human rights breaches directly to the HR head at their location or the registered office.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues**

As mentioned in point no. 4 above.

**6. Number of complaints on the following made by employees and workers:**

Sr. No.	Category	FY 2026			FY 2025		
		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
a	Sexual harassment	0	0	NA	0	0	NA
b	Discrimination in workplace	2	0	NA	0	0	NA
c	Child labour	0	0	NA	0	0	NA
d	Forced labour/involuntary labour	0	0	NA	0	0	NA
e	Wages	0	0	NA	0	0	NA
f	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:**

Particulars	FY 2026	FY 2025
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as % of female employees / workers	0%	0%
Complaints on POSH upheld	0	0

**8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases**

We place the highest priority on protecting employee privacy, managing all discrimination and harassment reports with complete confidentiality. Our Sexual Harassment Policy, Code of Business Conduct and Ethics and Whistleblower Policy ensure the complaints process is shielded from reprisals, retaliation, or coercion for those who report issues.

**9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, in certain business agreements and contracts where relevant.

**10. Assessments for the year**

Sr. No.	Particulars	% of plants and offices that were assessed (by entity or statutory authorities or third parties)
a	Child labour	All our plants are assessed by the applicable authorities and bodies from time to time. Internal audit is also carried out as and when required.
b	Forced/involuntary labour	
c	Sexual harassment	
d	Discrimination at workplace	
e	Wages	
f	Others – please specify	

**11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above**

No corrective action is to be undertaken as the Company had complied with all applicable laws.

**PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT****Essential Indicators****1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Sr. No.	Parameter	FY 2026	FY 2025
	<b>From renewable sources</b>		
1	Total electricity consumption (A)	81	96
2	Total fuel consumption (B)	1,38,745	1,18,923
3	Energy consumption through other sources (C)	0	0
<b>4</b>	<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>1,38,826</b>	<b>1,19,019</b>
	<b>From non-renewable sources</b>		
5	Total electricity consumption (D)	3,04,277	3,23,118
6	Total fuel consumption (E)	2,00,696	1,39,319
7	Energy consumption through other sources (F)	0	0
<b>8</b>	<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>5,04,973</b>	<b>4,62,437</b>
<b>9</b>	<b>Total energy consumed (A+B+C+D+E+F)</b>	<b>6,43,799</b>	<b>5,81,456</b>
<b>10</b>	<b>Energy intensity per rupee of turnover</b> (Total energy consumed in Giga Joules / Revenue from operations in INR million)	45.59	33.49
<b>11</b>	<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed in Giga Joules / Revenue from operations adjusted for PPP)	927.21	691.99
<b>12</b>	<b>Energy intensity in terms of physical output</b> (Total energy consumed in Giga Joules / Metric Tonnes Production)	<b>237.90</b>	<b>186.90</b>

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 entity 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.: NA**

**3. Provide details of the following disclosures related to water**

Sr. No.	Parameter	FY 2026	FY 2025
	<b>Water withdrawal by source (in kilolitres)</b>		
a	Surface water	2,18,628	1,71,695
b	Groundwater	1,45,459	1,49,023
c	Third-party water	1,23,413	1,22,183
d	Seawater / desalinated water	0	0
e	Others	0	0
<b>f</b>	<b>Total volume of water withdrawal (in kilolitres) (a + b + c + d + e)</b>	<b>4,87,500</b>	<b>4,42,901</b>
<b>g</b>	<b>Total volume of water consumption (in kilolitres)</b>	<b>4,87,500</b>	<b>4,42,901</b>
<b>h</b>	<b>Water intensity per rupee of turnover</b> (Total water consumption in Kilolitres / Revenue from operations in INR million)	34.52	25.51
<b>i</b>	<b>Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption in Kilolitres / Revenue from operations adjusted for PPP)	702.10	527.09
<b>j</b>	<b>Water intensity in terms of physical output</b> (Total water consumption in Kilolitres / Metric Tonnes Production)	180.11	96.26

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 following details related to water discharged:

Sr. No.	Parameter	FY 2026	FY 2025
	<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i)	To Surface water		
	- No treatment	0	0
	- With treatment – please specify level of treatment	42,294 KL Wastewater is discharged after treatment in ETP equipped with primary, secondary & tertiary treatment.	45,288 KL Wastewater is discharged after treatment in ETP equipped with primary, secondary & tertiary treatment.
(ii)	To Groundwater		
	- No treatment	0	0
	- With treatment – please specify level of treatment	0	0
(iii)	To Seawater		
	- No treatment	0	0
	- With treatment – please specify level of treatment	0	0
(iv)	Sent to third-parties		
	- No treatment	0	0
	- With treatment – please specify level of treatment	12,437 KL Wastewater is discharged to CETP after treatment in ETP equipped with primary, secondary & tertiary treatment.	13,934 KL Wastewater is discharged to CETP after treatment in ETP equipped with primary, secondary & tertiary treatment.
(v)	Others		
	- No treatment	0	0
	- With treatment – please specify level of treatment	1,47,141 KL. Wastewater is recycled after treatment in ETP/RO equipped with primary, secondary, tertiary and advanced treatment.	1,52,990 KL. Wastewater is recycled after treatment in ETP/RO equipped with primary, secondary, tertiary and advanced treatment.
	<b>Total water discharged (in kilolitres)</b>	<b>2,01,872 KL</b>	<b>2,12,212 KL</b>

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 entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation

We aim to maximize recycling and re-use of treated wastewater within the sites, thereby reducing the intake of fresh water. The Company is committed towards resource conservation and follows all possible ways to achieve it. Already four of our factories recycle and reuse their wastewater within the site. Treated water is reused wherever possible as per consent conditions. Such recycled water is used in cooling tower, toilet flushing, gardening etc. Zero liquid discharge is implemented at its manufacturing plants located at Goa, Roha, Pithampur & Kolhapur.

**6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Sr. No.	Parameter	Please Specify Unit	FY 2026	FY 2025
a	NOx	mg/Nm <sup>3</sup>	61.05	70.52
b	SOx	mg/Nm <sup>3</sup>	19.00	67.30
c	Particulate Matter (PM)	mg/Nm <sup>3</sup>	39.98	45.42
d	Persistent Organic Pollutants (POP)	mg/Nm <sup>3</sup>	0	0
e	Volatile Organic Compounds (VOC)	mg/Nm <sup>3</sup>	0	0
f	Hazardous Air Pollutants (HAP)	mg/Nm <sup>3</sup>	0	0
g	Others please specify	mg/Nm <sup>3</sup>	0	0

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

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Sr. No.	Parameter	Unit	FY 2026	FY 2025
a	Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	5,975	10,405
b	Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	60,010	59,689
c	Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO <sub>2</sub> / INR million	4.67	4.04
d	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 adjusted for PPP)	Metric tonnes of CO <sub>2</sub> / Revenue adjusted to PPP	95.03	83.42
e	Total Scope 1 and Scope 2 emission intensity in terms of physical output	Metric tonnes of CO <sub>2</sub> / Metric tonnes of production	24.379	22.531

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 entity have any project related to reducing Green House Gas emission? If Yes, then provide details**

Yes, the company is concerned about environmental pollution and is taking measures to reduce the impact of greenhouse gas emission. Natural gas is used at manufacturing locations wherever it is available. Fossil Fuel fired Boilers are converted to Clean Biomass Fuel fired Boilers for steam generation at Kolhapur, Pithampur & Roha. Solar powered panels are installed at Roha to generate electricity for office use at Roha. All new HVAC chillers are installed with R-134A & R410A refrigerant.

Also, energy conservation measures are ongoing to reduce electricity and steam consumption which ultimately reduces greenhouse gas emissions, e.g.

- Replacement of Mercury/Sodium vapour lamps/Compact Fluorescent Lamps (CFL) with Light Emitting Diode (LED) lamps.
- Installation of Variable Frequency Drives (VFDs)
- Temperature controller for cooling tower fans operation
- Steam condensate recovery

## 9. Provide details related to waste management by the entity, in the following format:

Sr. No.	Parameter	FY 2026	FY 2025
<b>Total Waste generated (in metric tonnes)</b>			
(i)	Plastic waste (A)	236.4	230.6
(ii)	E-waste (B)	2.6	1.6
(iii)	Bio-medical waste (C)	8.6	11.0
(iv)	Construction and demolition waste (D)	0.0	0.0
(v)	Battery waste (E)	2.2	1.4
(vi)	Radioactive waste (F)	0.0	0.0
(vii)	Other Hazardous waste. Please specify, if any. (G)	6,746.1	6,536.3
(vii)	Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	1,162.6	602.7
<b>Total (A+B + C + D + E + F + G+ H)</b>		<b>8,158.6</b>	<b>7,383.6</b>
<b>Waste intensity per rupee of turnover</b> (Total waste generated in metric tonnes / Revenue from operations adjusted for PPP)		0.58	0.43
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated in metric tonnes / Revenue from operations adjusted for PPP)		11.75	8.79
<b>Waste intensity in terms of physical output</b> (Total waste generated in metric tonnes / Production volume in metric tonnes)		<b>3.01</b>	<b>2.37</b>
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)</b>			
<b>Category of waste</b>			
(i)	Recycled	3,530.9	2,725.8
(ii)	Re-used	412.0	0.0
(iii)	Other recovery operations	0.0	124.4
<b>Total</b>		<b>3,942.9</b>	<b>2,850.2</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)</b>			
<b>Category of waste</b>			
(i)	Incineration	79.1	123.4
(ii)	Landfilling	3,781.0	3,780.3
(iii)	Other disposal operations	355.5	479.4
<b>Total</b>		<b>4,215.7</b>	<b>4,383.1</b>

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

10. Briefly describe the waste management practices adopted in your establishments. 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

All sites have authorization under hazardous waste management and handling rules. Some of the measures followed for waste handling and disposal are:

- At source segregation of hazardous and non-hazardous waste
- Minimization of waste by controlling leakage/spillage/ handling losses
- Minimization of waste by process optimization
- Storage of waste at dedicated waste storage area, segregation as per different categories of waste
- Co-processing of waste to cement industry resulting in utilization of energy

The Company has laid down safety procedures for the identification of hazards from the chemicals being used, using its Material Safety Data Sheet (MSDS). Training is imparted to all concerned. Dedicated and segregated storage is done as per the compatibility and storage conditions of the material. Leakage collection and arrest measures are provided in each storage area. An emergency action plan is prepared and training is imparted to all concerned.

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: NA
12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year: NA  
The company is cautious about the protection of the environment and all necessary evaluations are done to ensure compliance with regulatory requirements and obligations. In the current financial year no major project was undertaken which required environmental impact assessment study.
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). If not, provide details of all such non-compliances, in the following format:  
Yes, the Company is following all the applicable environmental laws/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 and compliant on all aspects of it. One old case pertaining to year 2018 is still pending at court, where the Company had already addressed the issues raised and stay had been granted by the concerned High court.

#### 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. Number of affiliations with trade and industry chambers / associations  
The Company is a member of two major industry chambers/associations
2. List the top 10 trade and industry chambers / associations (determined based on the total members of such body) the entity is a member of / affiliated to:

Sr. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1	Goa Chamber of Commerce & Industries	State
2	Goa Pharmaceutical Manufacturers Association	State

3. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities  
During the year, there were no adverse orders from regulatory authorities relating to anti-competitive conduct. During the year the Company had paid an amount of Euro 16,753,873.4 against EU Commission demand notice relating to Perindopril patent dispute of 2005.

#### PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

##### Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year: NA
2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity: NA
3. Describe the mechanisms to receive and redress grievances of the community  
Unichem is committed to driving responsible growth that creates a net positive impact on the environment and society. Its operations contribute to local employment generation, both directly and through indirect economic opportunities. The Company's manufacturing sites are designed with a strong focus on compliance, ensuring minimal environmental impact from emissions. These facilities feature significant green cover, and most of them have adopted zero liquid discharge practices. The Company has established a dedicated email ID, [contact@unichemlabs.com](mailto:contact@unichemlabs.com), to receive grievances. Any concerns raised by the community, through any channel, are thoroughly investigated and appropriately addressed.

**4. Percentage of input material (inputs to total inputs by value) sourced from suppliers**

Sr. No.	Particular	FY 2026	FY 2025
a	Directly sourced from MSMEs/ small producers	11.91%	5.10%
b	Directly from within India	89.54%	88.11%

**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**

Sr. No.	Location	FY 2026	FY 2025
a	Rural	0.00	0.00
b	Semi-urban	8.96	8.58
c	Urban	68.44	68.52
d	Metropolitan	22.60	22.90

**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:**

Company has a well-defined guideline on handling of market complaints which is issued by Corporate Quality Assurance (CQA). Based on this issued guidance, manufacturing plant prepares their own Standard Operating Procedures (SOP's). This SOP provides adequate guidance with respect to recording of complaints received, their classification and further investigation which includes identification of root cause and appropriate corrective and preventive action to avoid its recurrence. Adopted CAPA's are monitored for their effectiveness prior to closure of market complaints. Company has defined timelines specified in the SOP with respect to critical, major and minor complaints within which they need to be handled.

The Company has provided a dedicated e-mail ID namely [contact@unichemlabs.com](mailto:contact@unichemlabs.com) wherein any consumer can send their queries or complaints. The consumers can also raise their complaints/feedback as per the mechanism provided in our code of business conduct and ethics and the whistle-blower policy.

**2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

Sr. No.	Particulars	As a % of Total turnover
a	Environment and social parameters relevant to the product	Nil
b	Safe and responsible usage	100%. Our products carry information about their responsible and safe usage. We display relevant information on the product labels as well as leaflet as per the requirement of national and international regulatory bodies guidelines for the responsible and safe consumption of medicines.
c	Recycling and/or safe disposal	Nil While the products do not specifically mention any such details on its products, they comply with the applicable required statutory requirements of the Pollution Control Board and applicable regulations for safe disposal of products etc.

**3. Number of consumer complaints in respect of the following:**

Sr. No.	Particulars	FY 2026			FY 2025		
		Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
a	Data privacy	Nil	NA	-	Nil	NA	-
b	Advertising	Nil	NA	-	Nil	NA	-
c	Cyber-security	Nil	NA	-	Nil	NA	-
d	Restrictive Trade Practices	Nil	NA	-	Nil	NA	-
e	Unfair Trade Practices	Nil	NA	-	Nil	NA	-
f	Others: clarification on technology used	Nil	NA	-	Nil	NA	-
g	Others: Product related	Nil	NA	-	Nil	NA	-

**4. Details of instances of product recalls on account of safety issues:**

Sr. No.	Particular	Number	Reasons for recall
a	Voluntary Recalls	3	a. Cyclobenzaprine Hydrochloride Tablets USP 10 mg - due to mislabelling b. Doxazosin Tablets, USP – product appearance defect, incorrect debossing on one side of some tablets c. Bisoprolol Fumarate and Hydrochlorothiazide Tablets – not meeting the N-Nitroso Bisoprolol impurity specification
b	Forced Recalls	Nil	-

**5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy:**

Yes, it is available on the intranet of the Company.

**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**

The Company has not received any complaints with regards to advertising and delivery of essential services, cyber security and data privacy of customers.

With regards to voluntary recall cases, based on nature of complaint, defect and a health risk classification, the Corporate Quality Assurance (CQA) Department decides the recall of the products. The recall is carried out under the procedures set by the regulators of the countries concerned and as per the laid down SOPs of the Company. Investigation is carried out to find the root cause, along with product quality risk assessment to determine impact on other associated batches. Based on the findings, corrective and preventive actions are taken. An immediate corrective action and necessary training is given to the concerned departments and SOPs revisions are done wherever required.

**7. Provide the following information relating to data breaches:**

- Number of instances of data breaches: Nil
- Percentage of data breaches involving personally identifiable information of customers: Nil
- Impact, if any, of the data breaches: Nil

# Independent Auditors' Report to the Members of Unichem Laboratories Limited

To  
The Members,  
**Unichem Laboratories Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

1. We have audited the accompanying standalone financial statements of **Unichem Laboratories Limited** ("the Company") which comprise the Balance Sheet as at 31st March 2026, 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 a summary of material accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").
2. 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 (Ind AS) prescribed under section 133 of the Act, and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

3. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities 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 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 thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

### Key Audit Matters

4. 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.

#### Description of Key Audit Matters:

**Impairment of Property, Plant and Equipment, Capital work in progress, Right of use assets and Other intangible assets (PPE & Other assets):**

**Key audit matter:**

There is a risk of impairment of the Company's Property, plant and equipment and Other assets on account of inherent nature of these assets and the business environment in which the Company operates. As on 31st March, 2026 the carrying amount of these assets was ₹ 1,289.98 crores which represent 41.71% of total assets. The Management determines at the end of each reporting period the existence of any objective evidence that the Company's above assets may be impaired. If there are indicators of impairment of class of assets, the deficit between the recoverable amount of above assets and its carrying amount would be recognised as impairment loss in profit or loss. The process of identifying indicators of impairment and determining the recoverable amount of above assets by the Management requires significant judgement and estimation. The determination of the recoverable amounts inter alia requires estimates of forecasted revenues, growth rates, profit margins and tax rates.

**Audit approach:**

- We assessed the determination of the recoverable amount of the PPE and other assets based on our understanding of the nature of the Company's business and the economic environment surrounding its operations.
- We reviewed the Company's historical performances and held discussions with the Management to understand their assessment of the Company's future performance.
- We discussed with the management the matter relating to the determination of the value in use of the PPE and other assets at the various plants.
- Evaluating key assumptions and performing sensitivity analysis.
- Performing analytical review of unit-wise performance and assessing related disclosures.

**Information other than the standalone financial statements and Auditor's Report Thereon**

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's Information, but does not include the 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 the fact. We have nothing to report in this regard.

**Management and Board of Directors Responsibility for the standalone financial statements**

6. The Company's Management and Board of Directors are 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India, including the accounting standards 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 standalone 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, the Management and the 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 intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the audit of the standalone financial statements**

7. 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statement 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 and the Board of Directors use of the going concern basis of

accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 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 control 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 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

8. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure I" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
9. 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 Flow Statement 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 31st March 2026, taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act;
  - f. With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report given in "Annexure II". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
  - 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:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act; and
  - 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 35 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 has been no delay in transferring amounts, 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, 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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. Also, refer to note 58 of the standalone financial statements.
- v. The Company has not paid / proposed dividend during the year. Therefore, any reporting as required by section 123 of the Act is not applicable to the Company.
- vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

UDIN.: 26118991UISLQN5373

Place: Mumbai

Date: 22nd May 2026

**Annexure I to Independent Auditor's Report for the year ended 31st March 2026**

**[Referred to point 8 under the heading "Report on other legal and regulatory requirements" of our report of even date]**

- (i) In respect of Property, Plant and Equipment, Right-of-use assets and Intangible Assets:
  - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right of use assets.  
(B) The Company has maintained proper records showing full particulars of intangible assets as reflected in the books.
  - b) The Company has a program for conducting physical verification to cover all the items of property, plant and equipment and right of use assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties which are freehold are held in the name of the Company as at the balance sheet date. This has been verified by checking the original deeds and photocopy of the original deed in respect of one freehold land (since original document is deposited with bank) where confirmation is received from the bank as regards holding the original title deed. In respect of immovable properties of land that have been taken on lease and disclosed as right of use assets in the standalone financial statements, the lease agreements are 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 or are pending against the Company as on 31st March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate; discrepancies noticed on verification between the physical stocks and the book records were not material i.e. less than 10% in aggregate for each class of inventory.
- b) The Company has been sanctioned working capital limits in excess of ₹ 5 crores in aggregate from banks on the basis of security, which includes current assets of the Company. The Company has also filed quarterly returns and statements with the bank which are in agreement with the books of account. Refer note 23.1 to the standalone financial statements.
- (iii) According to the information and explanations given to us, during the year, the Company has made investments in, provided guarantees and advances in the nature of loans to Companies, in respect of which, our comments are as under:
  - a) The Company has given guarantees to banks in regard to loan availed by the subsidiary and provided loans to subsidiary, details of such are given below:

(₹ in crores)

Particulars	Guarantees	Loans
<b>Aggregate amount granted/ provided during the year:</b>		
Subsidiaries	469.46	-
Associates	-	-
Others	-	-
<b>Balance outstanding (gross) as at balance sheet date in respect of the above cases:</b>		
Subsidiaries	505.44	37.93
Associates	-	-
Others	-	-

- b) In our opinion, the investments made and guarantees provided, prima facie, are not prejudicial to the Company's interest, based on the information and explanations provided by the Company.
- c) During the year, company has not granted any loans. Hence reporting under this clause does not arise.
- d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

- e) There has been no loan or advance in the nature of loan granted which has fallen due during the year end, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- f) During the year, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) The Company has complied with the provisions of section 185 and 186 of the Act with respect of loans granted, investments made, guarantees and security provided to the extent applicable.
- (v) In our opinion and according to the explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits. Therefore, question of reporting compliance with directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and rules made thereunder does not arise. We are informed that no order relating to the Company has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- (vi) We have broadly reviewed the books of account and records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 as prescribed by the Central Government for the maintenance of cost records under Section 148(1) of the Act relating to the manufacture of drugs and pharmaceuticals and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.
- (vii) In respect of statutory dues:
  - a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted / accrued in the books of account, the Company has been generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable to the Company, during the year with the appropriate authorities except unpaid provident fund contribution of ₹ 0.04 crores which will be paid-off on linking of Aadhaar number of certain employees with the provident fund portal. Also refer note 26.2 of the standalone financial statements. Our opinion is not modified in respect of this matter. Other than the above, there are no undisputed statutory dues payable in respect to above statutes, outstanding as at 31st March 2026, for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March 2026 on account of disputes are given below.

Name of the Statutes	Nature of the dues	Disputed amount (in crores)	Amount paid in protest (in crores)	Unpaid amount (in crores)	Period to which it relates	Forum where dispute is pending
The Central Goods and Services Tax Act, 2017	Disallowance of Input Tax Credit	1.01	0.05	0.96	FY 2018-2019	Deputy Comm of Sales Tax, Maharashtra
The Central Goods and Services Tax Act, 2017	Interest and penalty of GST	93.66	-	93.66	2017-18 to 2021-22	Commissioner Appeals Thane
The Central Goods and Services Tax Act, 2017	Disallowance of TRAN 1 Credit	1.46	0.07	1.39	FY 2017-18	Assistant Commissioner, of CGST, Dehradun
The Central Excise Act, 1944	Duty and Penalty	2.08	-	2.08	FY 2016-2017 & FY 2017-2018 (upto June 2017)	Appellate Tribunal - Panjim (to be constituted)
The Income Tax Act, 1961	Income tax on Transfer pricing adjustments	11.45	-	11.45	FY 2021-22	Income Tax Appellate Tribunal
The Income Tax Act, 1961	Income tax on Transfer pricing adjustments	1.14	-	1.14	FY 2022-23	Income Tax Appellate Tribunal

Also, refer note 35(A)(i) to the standalone financial statements.

- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) a) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to banks during the year.
- b) The Company has not been declared willful defaulter by any bank or financial institution or any other lender.
- c) In our opinion and according to the information and explanations given to us, there are no term loans obtained during the year. Further, outstanding term loan at the beginning of the year was applied for the purpose for which the loan was obtained.
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company. Hence, further reporting under clause 3(ix)(d) of the Order is not applicable to the Company.
- e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and its associate. The Company does not have any joint ventures. Hence, further reporting under clause 3(ix)(e) of the Order is not applicable to the Company.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries and its associates. The Company does not have any joint ventures. Hence, further reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) a) During the year, the Company did not raise any money by way of an initial public offer or further public offer (including debt instruments). Accordingly, clause (x)(a) of the Order is not applicable to the Company.
- b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year. Accordingly, clause (x)(b) of the Order is not applicable to the Company.
- (xi) a) No fraud by the Company and no fraud on the Company has been noticed or reported during the year. Accordingly, clause (xi) of the Order is not applicable to the Company.
- b) 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 Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c) As represented to us by the management, there are no whistleblower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company. Accordingly, clause (xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details of such transactions have been disclosed in note 45 of the standalone financial statements 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 for the year under audit, issued to the Company during the year and till the date of our audit report, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with the directors. Accordingly, clause (xv) of the Order is not applicable to the Company.
- (xvi) a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a), (b) and (c) of the Order is not applicable to the Company.
- b) In our opinion, there is no Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the current financial year and in 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) During the year, there are no unspent amounts towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.
- (xxi) The Company has only foreign subsidiaries, hence, reporting under clause 3(xxi) of the Order is not applicable. In case of associate, financial statements is not available for the year ended 31st March 2026 and in the books of the Company, carrying value of investment in associate (net of impairment) is Nil.

For **N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

UDIN.: 26118991UISLQN5373

Place: Mumbai

Date: 22nd May 2026

**Annexure II to Independent Auditor's Report for the year ended 31st March 2026**

[Referred to point 9(f) under the heading "Report on other legal and regulatory requirements" of our report of even date]

**Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 (the "Act")****Opinion**

We have audited the internal financial controls over financial reporting of **Unichem Laboratories Limited** ("the Company"), as of 31st March 2026, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2026, based on the internal control over financial reporting 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.

**Management's and Board of Director's Responsibility for Internal Financial Controls**

The Company's Management and Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential component is of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note"), 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 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 Act.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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 ICAI 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 statement. 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 over financial reporting 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the standalone 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 over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

UDIN.: 26118991UISLQN5373

Place: Mumbai

Date: 22nd May 2026

# Standalone Balance Sheet as at 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
<b>I. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	1,133.81	1,204.76
(b) Right of use assets	4	48.34	51.23
(c) Capital work-in-progress	3	100.50	31.03
(d) Other Intangible assets	3	7.33	18.70
(e) Financial assets			
(i) Investments	6	47.49	45.62
(ii) Loans	7	28.56	34.32
(iii) Other financial assets	8	6.72	6.34
(f) Other non-current assets	9	182.80	141.35
		<b>1,555.55</b>	<b>1,533.35</b>
<b>Current assets</b>			
(a) Inventories	10	592.48	584.06
(b) Financial assets			
(i) Trade receivables	11	582.94	748.14
(ii) Cash and bank balances	12		
Cash & cash equivalents		252.67	60.58
Other bank balances		5.22	28.05
(iii) Loans	13	9.54	8.61
(iv) Other financial assets	14	4.42	4.83
(c) Other current assets	15	86.38	132.07
		<b>1,533.65</b>	<b>1,566.34</b>
<b>Non-current assets held for sale</b>	5	<b>3.25</b>	<b>9.52</b>
<b>TOTAL ASSETS</b>		<b>3,092.45</b>	<b>3,109.21</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	16	14.08	14.08
(b) Other equity	17	2,613.02	2,445.67
		<b>2,627.10</b>	<b>2,459.75</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	18	39.12	60.81
(ii) Lease liabilities	19	9.76	10.75
(b) Provisions	20	28.64	37.86
(c) Deferred tax liabilities (net)	21	72.45	19.87
(d) Other non-current liabilities	22	0.42	0.64
		<b>150.39</b>	<b>129.93</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	23	14.22	50.24
(ii) Lease liabilities	19	0.98	0.90
(iii) Trade payables	24		
Total outstanding dues of micro enterprises and small enterprises		14.98	7.67
Total outstanding dues of creditors other than micro enterprises and small enterprises		210.39	253.98
(iv) Other financial liabilities	25	45.48	48.84
(b) Other current liabilities	26	24.21	20.26
(c) Provisions	27	4.70	137.64
		<b>314.96</b>	<b>519.53</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,092.45</b>	<b>3,109.21</b>
<b>Material accounting policies &amp; notes</b>	<b>1 - 63</b>		

## Notes to Accounts form an integral part of standalone financial statements

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

## For and on behalf of the Board of Directors

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Standalone Statement of Profit and Loss for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
I Revenue from operations	28	1,412.29	1735.70
II Other income	29	62.90	40.83
<b>III Total Income (I+II)</b>		<b>1,475.19</b>	<b>1776.53</b>
<b>IV EXPENSES</b>			
Cost of materials consumed	30	671.59	829.77
Purchases of Stock-in-Trade		1.05	0.85
Changes in inventories of stock-in-trade, finished goods and work-in-progress	30	(7.28)	(33.33)
Employee benefits expense	31	277.22	287.51
Finance costs	32	11.80	7.62
Depreciation and amortisation expense	3,4	119.03	108.41
Other expenses	33	419.35	397.02
<b>Total expenses (IV)</b>		<b>1,492.76</b>	<b>1597.85</b>
<b>V Profit / (Loss) before exceptional items and tax (III-IV)</b>		<b>(17.57)</b>	<b>178.68</b>
VI Exceptional items - expenses/(Income)	33.2	(226.98)	(4.00)
<b>VII Profit / (Loss) before tax (V-VI)</b>		<b>209.41</b>	<b>182.68</b>
VIII Tax expense:			
(1) Current tax	21	-	-
(2) Deferred tax charge / (credit)	21	50.03	19.72
(3) Short / (Excess) provision for tax (earlier years)	21	0.44	-
		<b>50.47</b>	<b>19.72</b>
<b>IX Profit / (Loss) for the year (VII-VIII)</b>		<b>158.94</b>	<b>162.96</b>
X Other Comprehensive Income	34		
A (i) Items that will not be reclassified subsequently to profit or loss			
- Remeasurement of the net defined benefit plan		10.15	1.38
- Equity instruments through other comprehensive income		-	-
(ii) Income tax (expense) / credit relating to items that will not be reclassified to profit or loss			
- Remeasurement of the net defined benefit plan		(2.55)	(0.15)
- Equity instruments through other comprehensive income (net)		-	-
B (i) Items that will be reclassified to profit or loss			
- Gain / (Loss) on cash flow hedge		-	(1.13)
(ii) Income tax relating to items that will be reclassified to profit or loss			
- Gain / (Loss) on cash flow hedge		-	-
<b>Total of Other Comprehensive Income / (loss)</b>		<b>7.60</b>	<b>0.10</b>
<b>XI Total Comprehensive Income / (loss) for the year (IX+X)</b>		<b>166.54</b>	<b>163.06</b>
<b>XII Earnings per equity share (face value of ₹ 2 each)</b>	47		
(1) Basic		22.57	23.15
(2) Diluted		22.53	23.08
<b>Material accounting policies &amp; notes</b>	<b>1 - 63</b>		

## Notes to Accounts form an integral part of standalone financial statements

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

## For and on behalf of the Board of Directors

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Standalone Statement of Changes in Equity for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

## A. Equity Share Capital

Particulars	2025-2026		2024-2025	
	No. of Shares	Amount (₹ in crores)	No. of Shares	Amount (₹ in crores)
Shares outstanding as at the beginning of the year	7,04,05,750	14.08	7,04,05,750	14.08
Add: Shares allotted under ESOP during the year	-	-	-	-
Shares outstanding as at the end of the year	7,04,05,750	14.08	7,04,05,750	14.08

## B. Other Equity

(₹ in crores)

Particulars	Employee stock options outstanding account	Reserves and Surplus					Other Comprehensive Income (OCI)		Total
		Securities Premium	Capital Reserve	Capital Redemption Reserve	Fair Value Adjustment Reserve	Retained Earnings	Remeasurements of defined benefit plans	Gain / (Loss) on cash flow hedge	
<b>Balance at 31st March 2024</b>	<b>3.06</b>	<b>1.33</b>	-	<b>4.12</b>	-	<b>2,279.18</b>	<b>(6.89)</b>	<b>(0.25)</b>	<b>2,280.55</b>
Profit / (Loss) for the year	-	-	-	-	162.96	-	-	-	162.96
Other Comprehensive Income for the year (net of tax)	-	-	-	-	-	-	1.23	(1.13)	0.10
Acquisition through business combination	-	-	(17.59)	-	17.59	-	-	-	-
Recognition of share-based payment (ESOP) (net)	2.06	-	-	-	-	-	-	-	2.06
Transfer to retained earnings	-	-	-	-	(2.89)	2.89	-	-	-
<b>Balance at 31st March 2025</b>	<b>5.12</b>	<b>1.33</b>	<b>(17.59)</b>	<b>4.12</b>	<b>14.70</b>	<b>2,445.03</b>	<b>(5.66)</b>	<b>(1.38)</b>	<b>2,445.67</b>
Profit / (Loss) for the year	-	-	-	-	158.94	-	-	-	158.94
Other Comprehensive Income for the year (net of tax)	-	-	-	-	-	(1.38)	7.60	1.38	7.60
Recognition of share-based payment (ESOP) (net)	0.81	-	-	-	-	-	-	-	0.81
<b>Balance at 31st March 2026</b>	<b>5.93</b>	<b>1.33</b>	<b>(17.59)</b>	<b>4.12</b>	<b>14.70</b>	<b>2,602.59</b>	<b>1.94</b>	-	<b>2,613.02</b>
<b>Material accounting policies &amp; notes 1 - 63</b>									

### Notes to Accounts form an integral part of standalone financial statements

**Employee stock options outstanding account:** The fair value of the equity-settled share based payment transactions with employees is recognised in statement of profit and loss and in case of subsidiary employees in investment account with corresponding credit to Employee Stock Options Outstanding Account.

**Securities Premium:** The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium. The utilisation of securities premium is in accordance with section 52 of the Companies Act, 2013.

**Capital Reserve and Fair Value Adjustment Reserve:** The Company has recognised the fair value adjustment reserve in respect of the intangible assets purchased and corresponding debit in capital reserve. Refer Note no. 3(viii).

**Capital Redemption Reserve:** The Company had recognised capital redemption reserve on buyback of equity shares from its retained earnings. The amount in capital redemption reserve is equal to nominal amount of the equity shares bought back. This reserve will be utilised in accordance with section 69 of the Companies Act, 2013.

#### Other Comprehensive Income:

- The reserve represents the remeasurement gains / (losses) arising from the actuarial valuation of the defined benefit obligations of the Company. The remeasurement gains / (losses) are recognised in other comprehensive income and accumulated under this reserve within equity. The amounts recognised under this reserve are not reclassified to profit or loss.
- The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. During the year ended 31st March 2026, the cumulative gain or loss arising on the changes of the fair value of the designated portion of the hedging instruments that are recognized and accumulated under the cash flow hedge reserve have been reclassified to profit or loss.

As per our report of even date attached  
**For N. A. Shah Associates LLP**  
 Chartered Accountants  
 Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**  
 Partner  
 Membership No.: 118991

Place: Mumbai  
 Date: 22nd May 2026

#### For and on behalf of the Board of Directors

**Pranay Godha**  
 Non-Executive, Non-Independent Director (DIN: 00016525)  
**Pabitrakumar Bhattacharyya**  
 Managing Director and Chief Executive Officer (DIN: 07131152)  
**Sanjay Jain**  
 Chief Financial Officer (Membership no. ACA 110009)  
**Pradeep Bhandari**  
 Head - Legal & Company Secretary (Membership no. ACS 14177)

# Standalone Statements of Cash Flows for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
<b>A. Cash Flow from Operating Activities</b>		
<b>Net Profit / (loss) before tax</b>	<b>209.41</b>	<b>182.68</b>
Adjustments:		
Depreciation / amortisation expense	119.03	108.41
Loss / (profit) on sale / discard of property, plant and equipment (net)	(273.08)	(0.95)
Unrealised exchange difference (gain) / loss (net)	(2.37)	(1.63)
Rent income*	(0.03)	-
Guarantee commission income	(3.68)	(0.27)
Finance cost	11.68	7.62
Provision for doubtful debts, loans, advances & deposits (net)	(1.11)	1.41
Fair value (gain) / loss on investments (net)	(2.34)	0.68
Net (gain) / loss on sales of shares and mutual funds	-	(0.02)
Bad debts written off	0.27	-
Interest income	(7.20)	(2.66)
Sundry balances written off / (written back)	(1.47)	(1.29)
Interest on European commission fine	58.26	-
Reversal of provision for European commission fine	(25.12)	-
Reversal of impairment loss on financial assets	-	-
- investment in subsidiaries	-	(4.00)
Dividend income*	-	-
	(127.16)	107.30
<b>Operating Profit / (Loss) before working capital changes</b>	<b>82.25</b>	<b>289.98</b>
Working Capital Adjustments:		
Trade receivables and other assets	186.93	(136.70)
Inventories	(8.42)	(83.53)
Trade payable and other liabilities	(208.50)	2.82
	(29.99)	(217.41)
Cash generated from / (used in) operations	52.26	72.57
Direct taxes refund received / (payment made)	0.34	(0.28)
<b>Net Cash Flow from / (used in) Operating Activities A</b>	<b>52.60</b>	<b>72.29</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of property, plant and equipment including Capital WIP	(118.60)	(112.81)
Proceeds from sale of investment in subsidiary	4.00	-
Proceeds from sale of property, plant and equipment and intangible assets	282.06	2.94
Investments made		
- in subsidiaries (at cost)	(1.06)	(0.82)
Guarantee commission income realised	2.55	0.40
Sale / (purchase) of current investment (net)	-	1.36
Loan given to subsidiary	-	(42.87)
Loan repaid by subsidiary	8.50	-
Rent received*	0.03	-
(Increase) / decrease in escrow bank accounts & fixed deposits	22.83	(24.64)
Interest received	7.50	1.50
Dividend received*	-	-
<b>Net Cash Flow from / (used in) Investing Activities B</b>	<b>207.81</b>	<b>(174.94)</b>
<b>C. Cash Flow from Financing Activities</b>		
Increase / (decrease) in working capital borrowings (net)	(21.19)	21.19
Receipt of term loan from bank	-	50.39
Repayments of term loan to bank	(41.88)	(25.66)
Payments of lease liabilities	(1.96)	(1.05)
Finance cost paid	(5.27)	(6.25)
Dividend paid (transferred to Investor Education and Protection Fund)	(0.36)	(0.36)
<b>Net Cash Flow from / (used in) Financing Activities C</b>	<b>(70.66)</b>	<b>38.26</b>
<b>Net (Decrease) / Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>189.75</b>	<b>(64.39)</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>60.58</b>	<b>125.65</b>
Effect of fair value gain / (loss) on liquid mutual funds	2.34	(0.68)
<b>Cash and Cash Equivalents at end of the year</b>	<b>252.67</b>	<b>60.58</b>
<b>Material accounting policies &amp; notes</b>	<b>1 - 63</b>	

\* Amount less than ₹ 0.5 lakhs

Notes: 1. Changes in financing liabilities arising from cash and non cash changes

(₹ in crores)

Particulars	1st April 2025	Cash inflows / (outflows)	Non cash changes	31st March 2026
Borrowings - non cash changes arising out of exchange rate fluctuations	111.05	(63.07)	5.36	53.34
Lease liabilities - non cash changes arising out of unwinding & additions of liabilities	11.65	(1.96)	1.05	10.74
Particulars	1st April 2024	Cash inflows / (outflows)	Non cash changes	31st March 2025
Borrowings - non cash changes arising out of exchange rate fluctuations	63.88	45.92	1.25	111.05
Lease liabilities - non cash changes arising out of unwinding & additions of liabilities	6.42	(1.05)	6.28	11.65

## Notes to Accounts form an integral part of standalone financial statements

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

**For and on behalf of the Board of Directors**

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Notes to the Standalone Financial Statements

for the year ended 31st March 2026

## 1. Company Overview

Unichem Laboratories Limited ("the Company") is a Public Company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed and traded on the Bombay Stock Exchange and National Stock Exchange in India. The registered office of the Company is located at 47, Kandivali Industrial Estate, Kandivali West, Mumbai, Maharashtra, India, 400067.

The Company is engaged in manufacturing of pharmaceutical products.

The financial statements of the Company for the year ended 31st March 2026 were approved and adopted by the Board of Directors of the Company in their meeting dated 22nd May 2026.

## 2. Material accounting policies

### 2.1. Statement of compliance

These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended for rules issued thereafter, the provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India.

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. Further, in accordance with the amendments to the Companies (Indian Accounting Standards) Rules, 2023, the company has disclosed material accounting policies as against the significant accounting policies. Considering the nature of transactions and business operation of the Company, accounting policies related to discontinued operations, investment property and share capital are not forming part of material accounting policies.

### 2.2. Basis of preparation and presentation

These standalone financial statements have been prepared on the historical cost convention and on accrual basis except for the following assets and liabilities which have been measured at fair value:

- i. Certain financial assets and liabilities (including derivative instruments);
- ii. Defined benefit plans – plan assets;
- iii. Equity Settled Share based payments;
- iv. Assets held for sale

The financial statements are in accordance with Division II of Schedule III to the Act, as applicable to the Company.

### 2.3. Current and non-current classification

All assets and liabilities are presented in the Balance Sheet based on current or non-current classification as per Company's normal operating cycle and other criteria set out in the Division II of Schedule III of the Act.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation, the Company has ascertained its operating cycle as twelve months for the purpose of current / non-current classification of assets and liabilities.

### 2.4. Functional currency and presentation of currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). The financial statements are presented in Indian Rupee, which is the Company's functional and presentation currency. All amounts are rounded off to the nearest rupees in crores.

### 2.5. Use of significant accounting estimates, judgements and assumptions

The preparation of the financial statements requires the management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported balances of assets and liabilities, disclosure of contingent assets and liabilities as on the date of financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below:

- i) Estimation of useful life of Property, plant and equipment (refer note no. 2.8 and 3)
- ii) Impairment of Property, plant and equipment, Capital work-in-progress and other intangible assets (refer note

no. 2.11 and 3)

- iii) Estimation of provisions and contingent liabilities (refer note no. 2.16, 20, 27, 35, 36 and 37)
- iv) Estimation of defined benefit plan and other long-term benefits (refer note no. 2.17, 20, 27 and 44)
- v) Fair value measurement and impairment of financial instruments (refer note no. 2.26 and 52)
- vi) Recognition of "Right of use" of assets as per the requirement of Ind AS 116. (refer note no. 2.14, 4, 19, 46)

## 2.6. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is recognised on satisfaction of performance obligation as per contract and upon transfer of control of products to customers.

Revenue is measured at the transaction price that is allocated to that performance obligation. Amounts disclosed as revenue are net of indirect taxes, discounts, rebates, expiry claims and sales returns.

Income from services including commission income, product development revenue and licence fees income is recognised when the services are rendered or when contracted milestones have been achieved and is recorded net of indirect taxes.

Export benefits are recognised as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Interest income on financial assets is recognised using the effective interest rate.

Dividend income is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of dividend can be measured reliably.

Revenue includes commission recognised on guarantee / corporate guarantee given to banks on behalf of the subsidiaries of the Company.

## 2.7. Taxes

Income Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years that may become necessary due to certain developments or reviews during the relevant period. In respect of amounts adjusted outside the statement of profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted in other comprehensive income or in equity and not in the statement of profit and loss.

### Current tax

The Company makes provision for current tax as per the provisions of Income Tax Act, 1961. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where applicable.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

### 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, and deferred tax assets are recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year 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. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date.

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 taxation authority.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which such deferred tax assets can be utilized. In situations where the Company has unused tax losses and unused tax credits, deferred tax assets are recognised only if it is probable that they can be utilized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each Balance Sheet date.

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises previously unrecognised deferred tax assets to the extent that it has become probable that future taxable profit allows deferred tax assets to be recovered.

**2.8. Property, plant and equipment (tangible assets) and depreciation**

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Gross carrying amount of all property, plant and equipment are measured using cost model. Cost of an item of property, plant and equipment includes purchase price including non - refundable taxes and duties, borrowing cost directly attributable to the qualifying asset, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and the present value of the expected cost for the dismantling / decommissioning of the asset.

Cost for subsequent additions comprises the purchase price and any other attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditures are added to its gross book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

The Company identifies and determines cost of each component / part of the plant and equipment separately, if the component / part has a cost which is significant to the total cost of the plant and equipment and has useful life that is materially different from that of the remaining plant and equipment.

Pre-operation expenses and trial runs (net of revenue) and borrowing cost directly attributable to the cost of construction of the qualifying asset are treated as part of the project cost and are capitalized/ allocated to the cost of asset in the year in which the project is completed. Administrative and other expenses which are not directly related to construction are charged to statement of profit and loss.

Gains or losses arising from de-recognition of tangible property, plant and equipment are recognised in the statement of profit and loss.

Depreciation is provided on all assets (other than free hold land and capital work-in-progress) using Straight-Line method based on the respective estimate of useful lives.

The management believes that useful lives currently used is as prescribed under Part C of Schedule II to the Companies Act, 2013, fairly reflect its estimate of the useful lives and residual values of property, plant and equipment.

Estimated useful lives of Property, plant and equipment are as follows:

Nature of assets	Useful life
Factory buildings on leasehold land	Lower of 30 years or balance lease period
Buildings on freehold land	30 to 60 years
Roads	3 to 10 years
Plant and equipment [other than below]	10 to 15 years
Plant and equipment [continuous processing assets and other special equipment related to Pharma industry]	20 to 25 years
Furniture and fixture	10 years
Vehicles	8 years
Office equipment	3 to 5 years

The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in estimates accounted for on a prospective basis.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under "Other non-current assets". Cost of assets under construction / acquisition / not put to use at the Balance sheet date are disclosed under "Capital work-in-progress".

**2.9. Intangible assets and amortisation**

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. Intangible assets comprise computer software/ licenses [other than standalone software / licenses] which are fully amortised during the year of capitalisation. The estimated useful life of intangible assets is reviewed at the end of each reporting period and change in estimates if any are accounted for on a prospective basis.

Other standalone software / licenses cost are fully charged off to statement of profit and loss in the year of expenditure. These software /licenses are for administrative purposes.

The management has estimated the economic useful life for intangible assets as follows:

Nature of assets	Useful life
Product Licenses	Up to 6 years

**2.10. Non-Current assets / liabilities held for sale**

Non-current assets / liabilities are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits and financial assets which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale.

Non-current assets and liabilities classified as held for sale are presented separately from the other assets and liabilities in the balance sheet.

**2.11. Impairment of non-financial assets**

The carrying amounts of assets are reviewed at each balance sheet date for any indication of impairment based on internal / external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of a) fair value of assets less cost of disposal and b) its value in use. Value in use is the present value of future cash flows expected to derive from an asset or Cash-Generating Unit (CGU).

Based on the assessment done at each balance sheet date, recognised impairment loss is further provided or reversed depending on changes in circumstances. After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on a systematic basis over its remaining useful life. If the conditions leading to recognition of impairment losses no longer exist or have decreased, impairment losses recognised are reversed to the extent it does not exceed the carrying amount that would have been determined after considering depreciation / amortisation had no impairment loss been recognised in earlier years.

**2.12. Research and development expenditure**

Revenue expenditure pertaining to research is charged to the statement of profit and loss. Development costs of products are also charged to the statement of profit and loss unless a product's technical feasibility has been established, in which case such expenditure is capitalized.

Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
- Its intention to complete and its ability and intention to use or sell the asset.
- How the asset will generate future economic benefits.
- The availability of resources to complete the asset.
- The ability to measure reliably the expenditure during development.

The amount capitalized comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Property, plant and equipment utilized for research and development are capitalized and depreciated in accordance with the policies stated for Property, plant and equipment and depreciation.

**2.13. Foreign currency transactions**

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary items are translated at closing exchange rate. Exchange difference arising on settlement or translation of foreign currency monetary items are recognised as income or expense in the year in which they arise.

Foreign currency non-monetary items which are carried at historical cost are reported using the exchange rate at the date of transaction. Foreign currency non-monetary items which are measured at fair value are reported using the exchange rate at the date when the fair value is determined. Exchange difference arising on fair valuation of non-monetary items is recognised in line with the gain or loss of item that give rise to such exchange difference (i.e. translation differences on items whose gain or loss is recognised in statement of profit and loss or other comprehensive income is also recognised in statement of profit and loss or other comprehensive income respectively.

**2.14. Leases**

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company has elected not to recognise right of use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.

The Company recognises a right of use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.

The right of use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right of use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right of use asset unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right of use asset reflects that the Company will exercise a purchase option. In that case the right of use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. The estimated useful lives of right of use assets are determined on the same basis as those of property, plant and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

**2.15. Inventories**

Inventories consists of raw materials, packing materials, stores and spares, stock-in-trade, work-in-progress and finished goods. Inventories of raw material, packing material and stores and spares are valued at cost and other inventories are valued at lower of cost and net realisable value after providing for obsolete / slow moving items. Cost is determined on weighted average basis.

Cost includes cost of purchase, non-refundable taxes and other costs / overheads incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. However, 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 used are expected to be sold at or above cost.

**2.16. Provisions, contingent liabilities and contingent assets**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk 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. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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. When there is a possible obligation or a present obligation in respect

of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised and disclosed only when an inflow of economic benefits is probable.

## 2.17. Employee benefits

### i) Short-term employee benefit

All employee benefits falling due wholly within twelve months after the end of the reporting period are classified as short-term employee benefits and they are recognised as an expense at the undiscounted amount in the statement of profit and loss in the period in which the employee renders the related service.

### ii) Post-employment benefits

#### a. Defined contribution plan

The Company contributes fixed contribution to a government administered fund towards Provident Fund, Labour Welfare Fund, and Employee State Insurance Scheme and will have no legal or constructive obligation to pay further contribution.

Certain employees of the Company are participants in superannuation plan. The Company has no further obligations to the superannuation plan beyond its monthly contributions which are periodically contributed to "Unichem Laboratories Limited Employees Superannuation Fund Trust", the corpus of which is invested with the Life Insurance Corporation of India.

The Company's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

#### b. Defined benefit plan

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations. The Company fully contributes all ascertained liabilities to "Unichem Laboratories Limited Employees Gratuity Fund Trust", the corpus of which is invested with the Life Insurance Corporation of India.

The current service cost and interest on the net defined benefit liability / (asset) is recognised in the statement of profit and loss. Past service cost are immediately recognised in the statement of profit and loss. Actuarial gains and losses net of deferred taxes arising from experience adjustment and changes in actuarial assumptions are recognised in other comprehensive income and are not reclassified to statement of profit and loss in subsequent periods. Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

### iii) Other long-term benefits

The Company has other long-term benefits in the form of leave benefits. The present value of the obligation is determined based on actuarial valuation using the projected unit credit method carried out by independent actuary. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations. Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense. Gains or losses on the curtailment or settlement of other long-term benefits are recognised when the curtailment or settlement occurs.

## 2.18. Equity settled share-based payments

Equity-settled share-based payments to employees are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black-Scholes-Merton option pricing model. In case the options are granted to employees of the Company, the fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the Company's estimate of options that will eventually vest, with a corresponding increase in equity. In case of the options granted to employees of Company's subsidiaries, the fair value of options granted to employees of the subsidiary companies are considered as capital contribution / investment.

The dilutive effect of outstanding options is reflected in determining the diluted earnings per share.

The amounts recorded in share options outstanding account are transferred to securities premium upon exercise of stock options and transferred to the general reserve on account of stock options not exercised by

employees/surrendered by the employees.

### 2.19. Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Operating Segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the CODM, in deciding how to allocate resources and assessing performance.

### 2.20. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds. To the extent that the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the Company shall determine the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of those borrowings.

### 2.21. Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with its conditions.

Government grants relating to income are recognised in the statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate.

In case of Exports Promotion Capital Goods (EPCG) scheme, government grants are recognised by deducting grant to arrive at carrying amount of the assets.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the fair value of the loan and the proceeds received.

### 2.22. Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

### 2.23. Earnings per equity share

The Basic earnings per equity share is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share are computed by dividing the net profit / (loss) attributable to equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless issued at a later date.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, share split, etc.

### 2.24. Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, net of outstanding bank overdrafts, if any, as they are considered an integral part of the Company's cash management.

### 2.25. Cash flow statement

Cash Flows are reported using Indirect Method, whereby profit / (loss) for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### 2.26. 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 and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value except for trade receivables that are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

**Effective interest method:**

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

**Financial assets:**

**Cash and bank balances**

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term highly liquid investments / mutual funds (with zero exit load at the time of investment) that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Other bank balances include balances and deposits with bank that are restricted for withdrawal and usage.

**Financial assets at amortised cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Financial assets measured at fair value**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

In respect of equity investments (other than joint ventures) which are not held for trading, the Company has made an irrevocable election to present subsequent changes in the fair value of such equity instruments in 'other comprehensive income'. Such an election is made by the Company on an instrument-by-instrument basis at the time of initial recognition of such equity investments. Amounts presented in other comprehensive income shall not be subsequently transferred to profit or loss. However, cumulative gain or loss may be transferred within equity.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

**Investment in Subsidiaries and Associates**

The Company has accounted for its investments in Subsidiaries and Associates at cost less accumulated impairment losses, if any in its separate financial statements. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the statement of profit and loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of profit and loss.

**Impairment of financial assets [other than investment in subsidiaries and associates]**

The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. 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 is recognised as an impairment gain or loss in statement of profit and loss.

**De-recognition of financial assets**

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the

Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

#### **Financial liabilities and equity instruments**

##### **Classification as debt or equity**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

##### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

##### **Financial liabilities**

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans and overdrafts are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

##### **De-recognition of financial liabilities**

The Company de-recognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

##### **Derivative financial instruments and hedge accounting**

###### **Initial recognition and subsequent measurement**

The Company uses derivative financial instruments such as forward currency contracts, interest rate swaps to hedge its foreign currency risks, interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The purchase contracts that meet the definition of a derivative under Ind AS 109 are recognised in the Statement of Profit and Loss.

###### **Cash flow hedge**

The company designates certain foreign exchange forward and options contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the Statement of Profit and Loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the Statement of Profit and Loss.

#### **2.27. Recent 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. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, effective from April 1, 2026, clarify the classification of liabilities as current or non-current, including liabilities subject to covenants. The amendments specify that classification is based on rights existing at the reporting date, unaffected by management's expectations, and that the right to defer settlement for at least twelve months must exist and have substance as at that date. They also require

additional disclosures where liabilities are subject to covenants to be complied with after the reporting period. Based on its assessment, the Company does not expect any material impact on the classification of its liabilities

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it is not applicable.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in crores)

Particulars	Property, Plant & Equipment							Capital work-in-progress	Other Intangible Assets		
	Freehold land	Buildings	Plant & equipment	Furniture & fixture	Vehicles	Office equipment	Total		Software licenses	Product licenses	Total other intangible assets
<b>Gross carrying value, at cost</b>											
<b>As at 31st March 2024</b>	<b>3.78</b>	<b>494.29</b>	<b>1,134.75</b>	<b>15.46</b>	<b>2.28</b>	<b>13.06</b>	<b>1,663.62</b>	<b>122.36</b>	<b>4.34</b>	-	<b>4.34</b>
Additions	-	43.57	149.51	0.18	1.58	0.42	195.26	126.28	-	22.38	22.38
Disposal	-	0.98	6.56	0.54	0.04	0.05	8.17	-	-	-	-
Capitalisation	-	-	-	-	-	-	-	217.61	-	-	-
Transferred to assets held for sale (refer note 5)	0.03	4.59	0.68	-	-	0.32	5.62	-	-	-	-
<b>As at 31st March 2025</b>	<b>3.75</b>	<b>532.29</b>	<b>1,277.02</b>	<b>15.10</b>	<b>3.82</b>	<b>13.11</b>	<b>1,845.09</b>	<b>31.03</b>	<b>4.34</b>	<b>22.38</b>	<b>26.72</b>
Additions	-	4.11	34.23	0.19	-	0.24	38.77	108.24	0.01	-	0.01
Disposal	-	-	5.96	0.15	-	0.53	6.64	-	-	6.68	6.68
Capitalisation	-	-	-	-	-	-	-	38.77	-	-	-
Transferred from assets held for sale	-	-	0.02	-	-	-	0.02	-	-	-	-
<b>As at 31st March 2026</b>	<b>3.75</b>	<b>536.40</b>	<b>1,305.31</b>	<b>15.14</b>	<b>3.82</b>	<b>12.82</b>	<b>1,877.24</b>	<b>100.50</b>	<b>4.35</b>	<b>15.70</b>	<b>20.05</b>
<b>Accumulated Depreciation / amortisation</b>											
<b>As at 31st March 2024</b>	-	<b>100.48</b>	<b>425.80</b>	<b>8.52</b>	<b>1.92</b>	<b>10.45</b>	<b>547.17</b>	-	<b>4.34</b>	-	<b>4.34</b>
Charge for the year	-	16.60	83.73	0.89	0.10	0.91	102.23	-	-	3.68	3.68
Disposal	-	0.25	5.42	0.44	0.03	0.04	6.18	-	-	-	-
Transferred to assets held for sale (refer note 5)	-	2.51	0.07	-	-	0.31	2.89	-	-	-	-
<b>As at 31st March 2025</b>	-	<b>114.32</b>	<b>504.04</b>	<b>8.97</b>	<b>1.99</b>	<b>11.01</b>	<b>640.33</b>	-	<b>4.34</b>	<b>3.68</b>	<b>8.02</b>
Charge for the year	-	18.01	89.84	0.88	0.24	0.59	109.56	-	0.01	6.57	6.58
Disposal	-	-	5.91	0.09	-	0.46	6.46	-	-	1.88	1.88
<b>As at 31st March 2026</b>	-	<b>132.33</b>	<b>587.97</b>	<b>9.76</b>	<b>2.23</b>	<b>11.14</b>	<b>743.43</b>	-	<b>4.35</b>	<b>8.37</b>	<b>12.72</b>
<b>Net book value</b>											
<b>As at 31st March 2026</b>	<b>3.75</b>	<b>404.07</b>	<b>717.34</b>	<b>5.38</b>	<b>1.59</b>	<b>1.68</b>	<b>1,133.81</b>	<b>100.50</b>	-	<b>7.33</b>	<b>7.33</b>
<b>As at 31st March 2025</b>	<b>3.75</b>	<b>417.97</b>	<b>772.98</b>	<b>6.13</b>	<b>1.83</b>	<b>2.10</b>	<b>1,204.76</b>	<b>31.03</b>	-	<b>18.70</b>	<b>18.70</b>

Notes:

- Capital work-in-progress includes ₹ 12.64 crores (P.Y. ₹ 19.60 crores) on account of cost of construction.
- The amount of capital commitment disclosed in note 37(a).
- Certain property, plant and equipment are hypothecated / mortgaged as security for borrowing as disclosed under note 38.
- Addition to property, plant and equipment and CWIP includes ₹ 8.46 crores (P.Y. ₹ 2.81 crores) being expenditure on Research and Development as under:

(₹ in crores)

Assets Description	2025-2026	2024-2025
Buildings	0.37	-
Plant and Machinery	7.38	0.77
Office Equipment	0.03	0.01
Capital work-in-progress	0.68	2.03
<b>Total</b>	<b>8.46</b>	<b>2.81</b>

v. Ageing of Capital work-in-progress:

CWIP ageing schedule as at 31st March 2026

(₹ in crores)

	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	63.48	28.39	0.23	8.40	100.50
Projects temporarily suspended	-	-	-	-	-

Closing CWIP as at 31st March 2026, mainly includes manufacturing facility at Pithampur (Phase II) which is expected to capitalize in next year.

Completion Schedule in respect of Capital Work-in Progress (CWIP) as at 31st March 2026, whose completion is overdue or has exceeded its cost compared to its original plan is as under:

(₹ in crores)

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>1. Projects in progress:</b>					
i) Pithampur Phase II expansion	89.33	-	-	-	89.33
ii) Various projects costing less than ₹ 10 crores at plant locations	3.70	-	-	-	3.70
<b>Total</b>	<b>93.03</b>	-	-	-	<b>93.03</b>
<b>2. Projects Temporarily suspended:</b>					
i) Various small projects	-	-	-	-	-
<b>Total</b>	-	-	-	-	-
<b>Grand Total</b>	<b>93.03</b>	-	-	-	<b>93.03</b>

CWIP ageing schedule as at 31st March 2025

(₹ in crores)

	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	11.59	2.18	0.01	17.25	31.03
Projects temporarily suspended	-	-	-	-	-

Closing CWIP as at 31st March 2025, mainly includes manufacturing facility at Pithampur (Phase II)

vi. Depreciation and amortisation charged to P&L account

(₹ in crores)

Particulars	2025-2026	2024-2025
Property, Plant and Equipments	109.56	102.23
Other Intangible Assets	6.58	3.69
Right of use assets	2.89	2.49
<b>Total</b>	<b>119.03</b>	<b>108.41</b>

vii. Borrowing cost:

- (a) In accordance with Ind AS 23, the borrowing cost of ₹ Nil (P.Y. ₹ 0.89 crores) is capitalised to property, plant and equipment (mainly building, plant & machinery).
- (b) The rate used to determine the amount of borrowing costs eligible for capitalisation is Nil (P.Y. 8.65 %).

viii. Intangible Assets:

During the year ended 31st March 2025, the company had purchased nine (9) ANDAs from Bayshore LLC (step - down subsidiary of its Parent Company i.e. Ipca Laboratories Ltd.) at the fair value of ₹ 22.38 crores. These ANDAs were amortised over the remaining useful life as per the financial statements of the Bayshore LLC. The corresponding fair valuation reserve amounting to ₹ 17.59 crores was also recognized in this respect and transferred to retained earnings in proportion to the amortisation value in 31st March 2025. The range of remaining period of amortisation as at 31st March 2026 is from 1 to 5 years (P.Y. 1 to 6 years).

#### 4 RIGHT OF USE ASSETS

Following are the changes in the carrying value of right of use assets (Leasehold land):

(₹ in crores)

Particulars	Category of ROU Assets					
	2025-2026			2024-2025		
	Leasehold Land	Buildings	Total	Leasehold Land	Buildings	Total
<b>Opening Balance</b>	<b>46.65</b>	<b>4.58</b>	<b>51.23</b>	<b>48.49</b>	-	<b>48.49</b>
Additions	-	-	-	-	5.23	<b>5.23</b>
Deletions	-	-	-	-	-	-
Depreciation	(1.84)	(1.05)	<b>(2.89)</b>	(1.84)	(0.65)	<b>(2.49)</b>
<b>Closing Balance</b>	<b>44.81</b>	<b>3.53</b>	<b>48.34</b>	<b>46.65</b>	<b>4.58</b>	<b>51.23</b>

The Company holds leasehold land and building against which there is an annual payment over the lease period which is in range of 22-78 years and 1-3 years respectively which is non-cancellable. The terms and conditions includes extension of the lease period subject to fulfilment of the conditions as per lease agreements (refer note 46).

#### 5 NON CURRENT ASSETS HELD FOR SALE

- 5.1 The Company had classified its Investment Property as held for sale since FY 21-22. This is valued at the lower of its carrying amount and fair value less cost to sell. The fair value of the property is not readily available, however, based on the management and market assessment, the fair value would be higher than carrying value of the assets. During the year ended 31st March 2026, the carrying value of such Property is ₹ 3.22 crores (P.Y. ₹ 3.28 crores) after being written down by a loss of ₹ 0.06 crores (P.Y. ₹ 0.06 crores) which has been charged off to the statement of profit and loss.
- 5.2 During the year ended 31st March 2025, the Company had entered into an agreement for sale of immoveable property (erstwhile Registered office) situated at Jogeshwari for consideration of ₹ 279.00 crores and accordingly, the carrying value of such assets aggregating to ₹ 2.21 crores was classified as 'assets held for sale' in the year ended 31st March 2025.
- Pursuant to the agreement for sale, the immovable property earlier classified as "Asset Held for Sale" has been sold during the year ended 31st March 2026. Accordingly, the Company has recognised the resultant gain amounting to ₹275.52 crores is grouped under exceptional items in the Statement of Profit and Loss (refer note 33.2).
- 5.3 During the year ended 31st March 2025, the carrying value of investment in Unichem Laboratories Limited, Ireland ("Unichem Ireland") was transferred to 'asset held for sale'. The same has been disposed off during the year ended 31st March 2026.
- 5.4 As at balance sheet date, certain equipment aggregating ₹ 0.03 crores (P.Y. ₹ 0.03 crores) are classified as "asset held for sale".
- 5.5 The Company is expecting to dispose off the above assets in the next 12 months.

## 6 INVESTMENTS ( NON-CURRENT )

(₹ in crores)

Particulars	No. of Shares		Face value	As at 31st March 2026	As at 31st March 2025
	As at 31st March 2026	As at 31st March 2025			
<b>(I) At Cost :</b>					
<b>UNQUOTED</b>					
<b>Equity Instruments of subsidiaries (fully paid)</b>					
Unichem Farmaceutica Do Brasil Ltda	3,01,33,684	3,01,33,684	1 Brasil Real	70.87	70.87
Less: Impairment in value of investments (refer note 40.1)				(70.87)	(70.87)
<b>Subtotal</b>				-	-
Niche Generics Limited,UK	56,25,000	56,25,000	1 Pound	69.09	69.09
Less: Impairment in value of investments (refer note 40.2)				(69.09)	(69.09)
<b>Subtotal</b>				-	-
Unichem Laboratories Limited, Ireland	-	27,60,000	1 Euro	-	21.05
Less: Impairment in value of investments (refer note 6.2)				-	(17.05)
Less: Transferred to assets held for sale (refer note 6.2)				-	(4.00)
<b>Subtotal</b>				-	-
Unichem SA Pty Limited	19,000	19,000	10 SA Rand	0.12	0.12
Unichem Pharmaceuticals USA Inc.	64,76,955	64,76,955	1 US\$	38.25	37.44
Unichem (China) Pvt. Ltd. (refer note 40.2)	-	-	-	7.21	7.21
<b>Subtotal</b>				<b>45.58</b>	<b>44.77</b>
<b>Equity Instruments of Associate (fully paid)</b>					
Synchron Research Services Private Limited	2,08,333	2,08,333	₹ 10	5.69	5.69
Less: Impairment in value of investments (refer note 6.1)				(5.69)	(5.69)
<b>Subtotal</b>				-	-
<b>Total (a)</b>				<b>45.58</b>	<b>44.77</b>
<b>Preferences Shares of subsidiaries (fully Paid)</b>					
(SOFRR+1%) Redeemable Preference Shares					
Unichem (China) Pvt. Ltd.	220	100	\$1,000	1.89	0.83
<b>Total (b)</b>				<b>1.89</b>	<b>0.83</b>
<b>Total of Investments measured at cost (a+b)</b>				<b>47.47</b>	<b>45.60</b>
<b>(II) At fair value through profit and loss (FVTPL)</b>					
<b>UNQUOTED</b>					
<b>Equity Instruments (fully paid)</b>					
Shivalik Solid Waste Management Limited (includes 2500 bonus shares)	22,500	22,500	₹ 10	0.02	0.02
<b>Total (a)</b>				<b>0.02</b>	<b>0.02</b>
<b>QUOTED</b>					
<b>Equity Instruments (fully paid)</b>					
Kothari Industrial Corporation Ltd. *	20	20	₹ 5	-	-
<b>Total (b)</b>				-	-
<b>Total of Investments measured at FVTPL (a+b)</b>				<b>0.02</b>	<b>0.02</b>
<b>Total</b>				<b>47.49</b>	<b>45.62</b>
Aggregate carrying value of unquoted investments				47.49	45.62
Aggregate amount of impairment in value of investments				(145.65)	(162.70)
Aggregate carrying value of quoted investments				-	-
Aggregate market value of quoted investments				-	-

\* Amount less than ₹ 0.5 lakhs

- 6.1 During the year ended 31st March 2022, impairment loss on financial assets was provided of ₹ 5.69 crores towards impairment of equity investment in 'Synchron Research Services Private Limited' (associate company). The carrying value of the investment as on balance sheet date is Nil (P.Y. Nil).
- 6.2 The Company on the basis of abundant precaution had made full provision towards impairment of long-term investment in its wholly owned subsidiary "Unichem Laboratories Ltd, Ireland" amounting to ₹ Nil (P.Y. ₹ 17.05 crores). The Company has transferred its 100% stake in its wholly owned subsidiary "Unichem Laboratories Limited, Ireland" (Unichem Ireland), to Company's holding company, "Ipca Laboratories Limited" which is concluded on 30th April 2025. During the year ended 31st March 2025, impairment provision was reversed to the extent of ₹ 4.00 crores, i.e. the agreed consideration for the above transfer.

7 LOANS (NON-CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Loans to Employees	0.11	0.13
Loan to Subsidiary (refer note 7.1)	28.45	34.19
<b>Total</b>	<b>28.56</b>	<b>34.32</b>

7.1 **Loan to subsidiaries:** Details of loans and advances in the nature of loan to subsidiaries, associates etc. as required under Schedule V(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

(₹ in crores)

Sr.No	Name of the Company and relationship	Balance as at 31st March 2026	Maximum Outstanding during the year 2025-2026	Balance as at 31st March 2025	Maximum Outstanding during the year 2024-2025
(i)	Unichem Pharmaceuticals (USA), Inc - Subsidiary	37.93	44.73	42.74	42.74

There are no loans or advances in the nature of loans which are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.

8 OTHER FINANCIAL ASSETS (NON-CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Inter-Corporate Deposits (refer note 8.1)	-	-
[Net of provision for Impairment loss of ₹ 10 crores (P.Y. ₹ 10 crores)]		
Deposits		
Considered Good	6.72	6.34
Considered Doubtful	0.53	0.54
Less : Allowance for Doubtful deposits	(0.53)	(0.54)
<b>Total</b>	<b>6.72</b>	<b>6.34</b>

8.1 Considering the uncertainty prevailing on IL&FS group, in case of inter-corporate deposits with IL&FS provision for impairment loss is made to the extent of 100% of the principal amount and interest accrued thereon. Refer note 14.

9 OTHER NON-CURRENT ASSETS

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Capital advances	15.17	21.35
[Net of provision for Doubtful advances, ₹ 0.12 crores (P.Y. ₹ 0.36 crores)]		
Balance with government authorities (including refund receivable)	161.66	113.25
Advance income tax (net of provision)	5.97	6.75
<b>Total</b>	<b>182.80</b>	<b>141.35</b>

10 INVENTORIES

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Raw Materials</b>		
In hand	310.96	298.69
In transit	5.32	8.50
	<b>316.28</b>	<b>307.19</b>
<b>Packing Materials</b>		
In hand	24.70	29.83
In transit	0.38	0.25
	<b>25.08</b>	<b>30.08</b>
<b>Work-in-Progress</b>	<b>133.56</b>	<b>116.63</b>
<b>Finished Goods</b>		
In hand		
Own	95.28	94.97
Traded	0.18	0.01
	<b>95.46</b>	<b>94.98</b>
In transit		
Own	4.93	15.06
Traded	-	-
	<b>4.93</b>	<b>15.06</b>
<b>Stores and Spares</b>	<b>17.17</b>	<b>20.12</b>
<b>Total</b>	<b>592.48</b>	<b>584.06</b>

10.1

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(i) Amount of inventories recognized as an expense during the year	674.10	805.33
(ii) Amount of write - down of inventories recognized as an expense during the year	21.05	15.43
<b>Total</b>	<b>695.15</b>	<b>820.76</b>

10.2 Refer note 2.15 for accounting policy for inventory valuation.

**11 TRADE RECEIVABLES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured		
Considered good	582.94	748.14
Considered Doubtful	4.75	4.81
Less: Allowance for Doubtful debts	(4.75)	(4.81)
<b>Total</b>	<b>582.94</b>	<b>748.14</b>

11.1 Unsecured trade receivables includes ₹ 460.00 crores (P.Y. ₹ 571.63 crores) receivable from group companies.

11.2 The movement in allowance for doubtful receivables is as follows:

(₹ in crores)

Particulars	2025-2026	2024-2025
Opening balance	4.81	3.43
Add: Allowance for doubtful receivables made during the year	0.22	1.38
Less: Allowance for doubtful receivables reversed / utilised during the year	(0.28)	-
<b>Closing balance</b>	<b>4.75</b>	<b>4.81</b>

11.3 Trade receivables ageing schedule:

As at 31st March 2026

(₹ in crores)

Particulars	Outstanding for following periods from due date of payment							Subtotal	Provision for Doubtful Debts	Total
	Not Due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years				
(i) Undisputed Trade receivables - considered good	513.76	54.10	15.31	2.29	0.36	0.73	586.55	3.61	582.94	
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	0.48	0.48	0.48	-	
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-	-	
(iv) Disputed Trade receivables - considered doubtful	-	-	-	-	-	0.66	0.66	0.66	-	
<b>Total</b>	<b>513.76</b>	<b>54.10</b>	<b>15.31</b>	<b>2.29</b>	<b>0.36</b>	<b>1.87</b>	<b>587.69</b>	<b>4.75</b>	<b>582.94</b>	

As at 31st March 2025

(₹ in crores)

Particulars	Outstanding for following periods from due date of payment							Subtotal	Provision for Doubtful Debts	Total
	Not Due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years				
(i) Undisputed Trade receivables - considered good	578.45	142.19	23.77	6.32	0.38	0.81	751.92	3.78	748.14	
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	0.37	0.37	0.37	-	
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-	-	
(iv) Disputed Trade receivables - considered doubtful	-	-	-	-	-	0.66	0.66	0.66	-	
<b>Total</b>	<b>578.45</b>	<b>142.19</b>	<b>23.77</b>	<b>6.32</b>	<b>0.38</b>	<b>1.84</b>	<b>752.95</b>	<b>4.81</b>	<b>748.14</b>	

12 CASH AND BANK BALANCES

(₹ in crores)

Particulars	No. of Units		Amount	
	As at 31st March 2026	As at 31st March 2025	As at 31st March 2026	As at 31st March 2025
<b>(a) Cash &amp; cash equivalents</b>				
(i) Balances with banks				
In Current Accounts			33.78	1.07
In Fixed Deposits having current maturity less than 3 months			-	0.79
(ii) Cash on hand			0.05	0.06
(iii) Investments in Mutual Fund (At FVTPL)				
<b>Quoted</b>				
ABSL Low Duration Fund - Dir - Growth	2,56,977.01	-	19.56	-
ABSL Savings Fund - Dir - Growth	2,11,010.16	-	12.34	-
ABSL Debt Index Fund - Dir - Growth	93,20,154.00	96,16,413.51	10.17	9.84
ABSL Money Manager Fund - Dir - Growth	1,30,423.83	3,44,612.70	5.11	12.67
Axis Fixed Maturity Plan - Series 129 (108 Days) - Dir - Growth	1,99,99,000.00	-	20.12	-
Axis Liquid Fund - Reg - Growth	49,420.78	-	15.01	-
Bandhan Money Manager Fund - Dir - Growth	49,66,102.26	13,95,592.18	22.71	5.97
Kotak Debt Index Fund - Dir - Growth	1,65,52,118.22	79,77,025.04	17.00	8.03
Kotak Liquid Fund - Regular Plan - Growth	24,887.22	9,839.67	13.71	5.11
Kotak Low Duration Fund - Dir - Growth	1,27,821.40	-	48.80	-
Kotak Money Market Scheme - Dir - Growth	10,707.30	38,337.42	5.08	17.04
Nippon India Low Duration Fund - Dir - Growth	5,151.04	-	2.14	-
Tata Money Market Fund - Dir - Growth	30,536.18	-	15.39	-
UTI Money Market Fund - Dir - Growth	35,803.87	-	11.70	-
			<b>252.67</b>	<b>60.58</b>
<b>(b) Other bank balances (Restricted bank balances)</b>				
In Unpaid Dividend Account			0.58	0.94
In Fixed Deposits (against Bank Guarantee) having original maturity more than 3 months			4.64	27.11
			<b>5.22</b>	<b>28.05</b>
<b>Total</b>			<b>257.89</b>	<b>88.63</b>
Aggregate carrying value of quoted investments			218.84	58.66
Aggregate market value of quoted investments			218.84	58.66

13 LOAN (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Loans to Employees	0.06	0.06
Loan to Subsidiary (refer note no. 7.1)	9.48	8.55
<b>Total</b>	<b>9.54</b>	<b>8.61</b>

14 OTHER FINANCIAL ASSETS (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Insurance claim receivables	3.33	-
Accrued Interest on deposit	1.09	1.39
[Net of provision for Impairment loss ₹ 1.39 crores (P.Y. ₹ 1.39 crores)]		
Others (Forward contract receivable)	-	3.44
<b>Total</b>	<b>4.42</b>	<b>4.83</b>

15 OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Prepaid Expenses	16.68	15.39
Balances with Revenue Authorities (including refund receivables) (refer note 15.2)		
- Considered good	57.16	94.79
- Considered Doubtful	0.06	0.06
Less: Allowance for Doubtful Advances	(0.06)	(0.06)
Advance against materials & expenses	4.97	3.91
Export incentive receivable	4.38	15.76
Other receivables / advances		
- Considered good	3.19	2.22
- Considered Doubtful	0.18	1.55
Less: Allowance for Doubtful Advances	(0.18)	(1.55)
<b>Total</b>	<b>86.38</b>	<b>132.07</b>

15.1 The movement in allowance for doubtful advances (including allowance made against non-current items) is given below: (₹ in crores)

Particulars	2025-2026	2024-2025
Opening balance (refer note 8, 9, 14 and 15)	13.83	13.80
Add / (Less): Allowance for doubtful advances made during the year	-	0.03
Less : Allowance for doubtful advances reversed during the year	(1.61)	-
<b>Closing balance</b>	<b>12.22</b>	<b>13.83</b>

15.2 GST liabilities and assets have been offset against each other.

## 16 EQUITY SHARE CAPITAL

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>AUTHORISED</b>		
17,50,00,000 Equity Shares of ₹ 2/- each (P.Y. 17,50,00,000 Equity shares of ₹ 2/- each)	35.00	35.00
5,00,00,000 Unclassified Shares of ₹ 2/- each (P.Y. 5,00,00,000 Unclassified Shares of ₹ 2/- each)	10.00	10.00
50,00,000 Preference Shares of ₹ 10/- each (P.Y. 50,00,000 Preference Shares of ₹ 10/- each)	5.00	5.00
<b>Total</b>	<b>50.00</b>	<b>50.00</b>

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>ISSUED, SUBSCRIBED AND FULLY PAID UP</b>		
7,04,05,750 Equity Shares of ₹ 2/- each fully paid up (P.Y. 7,04,05,750 Equity Shares of ₹ 2/- each fully paid up)	14.08	14.08
<b>Total</b>	<b>14.08</b>	<b>14.08</b>

### 16.1 Reconciliation of Number of Shares (Equity)

Particulars	2025-2026		2024-2025	
	No. of Shares	Amount (₹ in crores)	No. of Shares	Amount (₹ in crores)
Shares outstanding as at the beginning of the year	7,04,05,750	14.08	7,04,05,750	14.08
Add / (Less): Movements during the year	-	-	-	-
<b>Shares outstanding as at the end of the year</b>	<b>7,04,05,750</b>	<b>14.08</b>	<b>7,04,05,750</b>	<b>14.08</b>

### 16.2 Rights, preferences and restrictions attached to Equity Shares

The Company has one class of equity shares having a par value of ₹ 2/- per share. Each shareholder is eligible for one vote per share held. The dividend if proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### 16.3 Shareholders holding more than 5 per cent of total Equity Shares of the Company:

Name of the Shareholders	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	% held	No. of Shares	% held
Ipca Laboratories Limited	3,70,81,011	52.67%	3,70,81,011	52.67%
Dr. Prakash Amrut Mody	89,97,952	12.78%	89,97,952	12.78%
HDFC Small Cap Fund	54,58,645	7.75%	54,73,134	7.77%

16.4 As per the records of the Company, including its register of shareholders / members & other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

### 16.5 Shareholding of Promoters:

Sr No.	Promoter's Name	No. of Shares as on	% of total shares as on	No. of Shares as on	% of total shares as on
		31st March 2026	31st March 2026	31st March 2025	31st March 2025
1	Ipca Laboratories Limited	3,70,81,011	52.67%	3,70,81,011	52.67%
2	Prakash Amrut Mody	89,97,952	12.78%	89,97,952	12.78%
3	Anita Prakash Mody	13,23,400	1.88%	13,23,400	1.88%
4	Suparna Prakash Mody	9,49,936	1.35%	9,49,936	1.35%
5	Supriya Prakash Mody	9,49,936	1.35%	9,49,936	1.35%
6	Prakash Amrut Mody - Suparna Mody Trust (Promoter Trust)	52,016	0.07%	52,016	0.07%
7	Prakash Amrut Mody - Supriya Mody Trust (Promoter Trust)	45,052	0.06%	45,052	0.06%
8	Prakash Amrut Mody - Shwetambari Mody Trust (Promoter Trust)	41,283	0.06%	41,283	0.06%
	<b>Total</b>	<b>4,94,40,586</b>	<b>70.22%</b>	<b>4,94,40,586</b>	<b>70.22%</b>

## 17 OTHER EQUITY

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>CAPITAL REDEMPTION RESERVE</b>		
Balance at the beginning of the year	4.12	4.12
Add: Additions / (deductions) during the year	-	-
<b>Balance at the end of the year</b>	<b>4.12</b>	<b>4.12</b>
<b>CAPITAL RESERVE</b>		
Balance at the beginning of the year	(17.59)	-
Add: Additions / (deductions) during the year	-	(17.59)
<b>Balance at the end of the year</b>	<b>(17.59)</b>	<b>(17.59)</b>
<b>FAIR VALUE ADJUSTMENT RESERVE</b>		
Balance at the beginning of the year	14.70	-
Add: Additions / (deductions) during the year	-	17.59
Less: Transferred to Retained earnings	-	(2.89)
<b>Balance at the end of the year</b>	<b>14.70</b>	<b>14.70</b>
<b>SECURITIES PREMIUM</b>		
Balance at the beginning of the year	1.33	1.33
Add: Additions / (deductions) during the year	-	-
<b>Balance at the end of the year</b>	<b>1.33</b>	<b>1.33</b>
<b>EMPLOYEE STOCK OPTIONS OUTSTANDING ACCOUNT</b>		
Balance at the beginning of the year	5.12	3.06
Add / (Less): Movements during the year	-	-
	5.12	3.06
Add: Deferred Employees' stock compensation (refer note 48)	0.81	2.06
<b>Balance at the end of the year</b>	<b>5.93</b>	<b>5.12</b>
<b>OTHER COMPREHENSIVE INCOME</b>		
Remeasurements of defined benefit plans		
Balance at the beginning of the year	(5.66)	(6.89)
Add / (Less): Movements during the year	7.60	1.23
<b>Balance at the end of the year</b>	<b>1.94</b>	<b>(5.66)</b>
<b>GAIN/ (LOSS) ON CASH FLOW HEDGE</b>		
Balance at the beginning of the year	(1.38)	(0.25)
Add / (Less): Movements during the year	1.38	(1.13)
<b>Balance at the end of the year</b>	<b>-</b>	<b>(1.38)</b>
<b>RETAINED EARNINGS</b>		
Balance at the beginning of the year	2,445.03	2,279.18
Add: Profit / (Loss) for the year	158.94	162.96
Add: Transferred from Fair value adjustment reserve	-	2.89
Add / (Less): Reclassification of cashflow hedge	(1.38)	-
<b>Balance at the end of the year</b>	<b>2,602.59</b>	<b>2,445.03</b>
<b>Total Reserves &amp; Surplus</b>	<b>2,613.02</b>	<b>2,445.67</b>

## 18 BORROWINGS (NON CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>SECURED</b>		
Rupee Term Loan - Kotak Mahindra Bank (refer note 18.1)	-	12.73
Foreign Currency Term Loan - CITI Bank N.A. Singapore (refer note 18.3)	39.12	48.08
<b>Total</b>	<b>39.12</b>	<b>60.81</b>

18.1 During the year ended 31st March 2026, the Company has repaid the term loan facility including interest availed from bank at a floating rate linked to repo rate which was repayable in 20 quarterly instalments over the tenure of 5 years commenced from December 2021. Refer note 38 for securities pledged against the loan.

18.2 During the year ended 31st March 2024, the Company had entered into a hedge transaction of interest rate currency swap by notionally converting the term loan from INR into USD. The effective portion of changes in fair value is recognised in other comprehensive income of ₹ Nil (P.Y. ₹ 1.13 crores). Also refer note 43.

18.3 The Company has obtained Foreign Currency Term Loan [ECB] at a floating rate linked to SOFR which is repayable in 16 quarterly instalments commencing from January 2026. Refer note 38 for securities pledged against the loan.

**19 LEASE LIABILITIES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Current lease liabilities	0.98	0.90
Non-current lease liabilities	9.76	10.75
<b>Total</b>	<b>10.74</b>	<b>11.65</b>

Refer note 46

**20 PROVISIONS (NON-CURRENT)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Provision for employee benefits</b> (refer note 44)		
Defined benefit plan - Gratuity	6.68	11.51
Leave benefits	21.96	26.35
<b>Total</b>	<b>28.64</b>	<b>37.86</b>

**21 DEFERRED TAX LIABILITIES (NET)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax liability (net)	72.45	19.87
<b>Total</b>	<b>72.45</b>	<b>19.87</b>

21.1 Deferred tax liability exceeds the deferred tax assets (including assets in respect of brought forward losses and depreciation).

21.2 Income tax expense / (benefit) recognized in standalone statement of profit and loss:

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>Current Tax:</b>		
Current tax on profits for the year	-	-
Adjustments for current tax of prior periods	0.44	-
Total Current tax expense	0.44	-
<b>Deferred Tax:</b>		
Decrease / (Increase) in Deferred Tax Assets	44.09	25.83
(Decrease) / Increase in Deferred Tax Liabilities	8.49	(5.96)
Total Deferred tax expense / (credit)	52.58	19.87
<b>Aggregate Income Tax Expense</b>	<b>53.02</b>	<b>19.87</b>

21.3 Income tax expense recognised in other comprehensive income and other equity:

(₹ in crores)

Particulars	2025-2026	2024-2025
Deferred tax asset on net loss / (gain) on Remeasurements of Defined Benefit Plans	2.55	0.15
<b>Income Tax Expense / (Income) Charged to OCI</b>	<b>2.55</b>	<b>0.15</b>

21.4 Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

(₹ in crores)

Particulars	2025-2026	2024-2025
Profit / (loss) before income taxes	209.41	182.68
<b>Profit / (loss) before income taxes</b>	<b>209.41</b>	<b>182.68</b>
At India's Statutory Income Tax Rate of 25.168% (P.Y. 25.168%)	52.70	45.98
<b>Adjustments to reconcile expected income tax expense to reported income tax expense</b>		
Effect of expenses not deductible in determining taxable profit	11.91	-
Adjustments for current tax of prior periods	(14.50)	-
Deferred tax asset not recognised on remaining amount of losses	-	(26.26)
Others (net)	(0.09)	-
<b>Adjusted income tax expense / (credit)</b>	<b>50.03</b>	<b>19.72</b>
<b>Tax charge / (credit) impact given in Other Comprehensive Income</b>	<b>2.55</b>	<b>0.15</b>
<b>Total Tax</b>	<b>52.58</b>	<b>19.87</b>
<b>Effective Income Tax Rate</b>	<b>25.11%</b>	<b>10.88%</b>

21.5 Reflected in the Balance Sheet as follows:

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Deferred Tax Liabilities</b>		
Depreciation and amortisation	90.60	82.07
Fair value gain on mutual funds (net)	0.68	-
Others - (includes ROU)	(0.45)	0.27
	<b>90.83</b>	<b>82.34</b>
<b>Deferred Tax Assets</b>		
Allowance for doubtful trade receivables	1.20	1.21
Allowance for doubtful advances	0.06	1.98
Allowance for impairment in value of investments	-	2.22
Provision for employee benefits	9.44	14.24
Business loss / unabsorbed depreciation/long term capital loss	5.10	40.63
Others	2.58	2.19
	<b>18.38</b>	<b>62.47</b>
<b>Deferred Tax Liabilities (net)</b>	<b>72.45</b>	<b>19.87</b>

21.6 Movement of deferred tax during the year 2025-2026:

(₹ in crores)

Particulars	Opening balance	(Credit) / charge	Recognised	Closing
	1st April 2025	recognised in statement of profit and loss	in other comprehensive income	balance 31st March 2026
<b>Deferred tax liabilities in relation to</b>				
Depreciation and amortisation	82.07	8.53	-	90.60
Fair value gain on mutual funds (net)	-	0.68	-	0.68
Others	0.27	(0.72)	-	(0.45)
<b>Deferred tax assets in relation to</b>				
Allowance for doubtful trade receivables	(1.21)	0.01	-	(1.20)
Allowance for doubtful advances	(1.98)	1.92	-	(0.06)
Allowance for impairment in value of investments	(2.22)	2.22	-	-
Provision for employee benefits	(14.24)	2.25	2.55	(9.44)
Business loss / unabsorbed depreciation	(40.63)	35.53	-	(5.10)
Others	(2.19)	(0.39)	-	(2.58)
<b>Deferred Tax Liabilities (net)</b>	<b>19.87</b>	<b>50.03</b>	<b>2.55</b>	<b>72.45</b>

Movement of deferred tax during the year 2024-2025:

(₹ in crores)

Particulars	Opening balance	(Credit) / charge	Recognised	Closing
	1st April 2024	recognised in statement of profit and loss	in other comprehensive income	balance 31st March 2025
<b>Deferred tax liabilities in relation to</b>				
Depreciation and amortisation	88.08	(6.01)	-	82.07
Fair value gain on mutual funds (net)	0.22	(0.22)	-	-
Others	-	0.27	-	0.27
<b>Deferred tax assets in relation to</b>				
Allowance for doubtful trade receivables	(0.86)	(0.35)	-	(1.21)
Allowance for doubtful advances	(0.40)	(1.58)	-	(1.98)
Allowance for impairment in value of investments	(14.74)	12.52	-	(2.22)
Allowance for impairment in value of other financial assets	(2.52)	2.52	-	-
Provision for employee benefits	(11.27)	(3.12)	0.15	(14.24)
Allowance for impairment in value of investments in Associate	(1.18)	1.18	-	-
Business loss / unabsorbed depreciation	(56.46)	15.83	-	(40.63)
Others	(0.87)	(1.32)	-	(2.19)
<b>Deferred Tax Liabilities (net)</b>	<b>-</b>	<b>19.72</b>	<b>0.15</b>	<b>19.87</b>

22 OTHER NON-CURRENT LIABILITIES

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Unsecured</b>		
Others (Customer Advances)	0.42	0.64
<b>Total</b>	<b>0.42</b>	<b>0.64</b>

23 BORROWINGS ( CURRENT )

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Secured</b>		
<b>From Banks</b>		
Packing credit [refer note 37(b)]	-	21.37
Rupee Term Loan - Kotak Mahindra Bank (current maturity of long-term borrowings) (refer note 38)	-	25.66
Foreign Currency Term Loan - CITI Bank N.A. Singapore (current maturity of long term borrowing) (refer note 38)	14.22	3.21
<b>Total</b>	<b>14.22</b>	<b>50.24</b>

23.1 There were no differences in details of stock and debtors statement submitted by the Company to the bank for each quarter in comparison to books of account.

24 TRADE PAYABLES

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises (refer note 24.1)	14.98	7.67
Total outstanding dues of creditors other than micro enterprises and small enterprises	210.39	253.98
<b>Total</b>	<b>225.37</b>	<b>261.65</b>

24.1

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
Principal amount remaining unpaid to any suppliers as at 31st March (refer note 24)	14.26	7.07
Interest due thereon remaining unpaid to any suppliers as at 31st March (refer note 24)	0.72	0.60
	<b>14.98</b>	<b>7.67</b>
Principal amount remaining unpaid to any suppliers for capital goods as at 31st March (refer note 25)	2.99	0.60
Interest due thereon remaining unpaid to any suppliers for capital good as at 31st March (refer note 25)	0.15	0.03
	<b>3.14</b>	<b>0.63</b>
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006	-	-
The amount of the payment made to the supplier beyond the appointed day during each accounting year in terms of section 16 of the MSMED Act, 2006	26.84	14.33
The amount of interest due and payable for the period of delay in making payments	0.24	0.10
The amount of interest accrued and remaining unpaid as at 31st March	0.87	0.63
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

The information has been given in respect of such suppliers to the extent they could be identified as micro and small enterprises on the basis of information received and available with the Company. Auditors have relied on the same.

24.2 Trade Payables ageing schedule :

As at 31st March 2026

(₹ in crores)

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than	1-2 years	2-3 years	More than	
			1 year			3 years	
(i) MSME	0.73	14.01	0.14	0.10	-	-	14.98
(ii) Others	26.88	143.34	39.26	0.41	0.37	0.13	210.39
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>27.61</b>	<b>157.35</b>	<b>39.40</b>	<b>0.51</b>	<b>0.37</b>	<b>0.13</b>	<b>225.37</b>

As at 31st March 2025

(₹ in crores)

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than	1-2 years	2-3 years	More than	
			1 year			3 years	
(i) MSME	0.61	6.77	0.29	-	-	-	7.67
(ii) Others	21.06	186.34	45.54	0.73	0.05	0.26	253.98
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>21.67</b>	<b>193.11</b>	<b>45.83</b>	<b>0.73</b>	<b>0.05</b>	<b>0.26</b>	<b>261.65</b>

25 OTHER FINANCIAL LIABILITIES (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Unclaimed Dividend	0.58	0.94
Deposits from Customers	0.25	0.22
Payable for employee benefits	7.98	16.07
Payable for Capital Goods (refer note 24.1)	14.06	30.23
Amount payable on hedging transaction (refer note 18.2)	-	1.38
Others (Forward contract payable)	22.61	-
<b>Total</b>	<b>45.48</b>	<b>48.84</b>

26 OTHER CURRENT LIABILITIES

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Other Payables</b>		
Statutory Dues (refer note 26.2 and 26.3)	21.50	17.09
Revenue received in advance (refer note 26.1)	-	0.97
Others (customer advances, etc.)	2.71	2.20
<b>Total</b>	<b>24.21</b>	<b>20.26</b>

26.1 It represents amount of grants (in the nature of export benefits) relating to property, plant and equipment imported under the EPCG scheme. Under such scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Also refer note 37(b).

26.2 It includes accumulated liability towards provident fund of ₹ 0.04 crores (P.Y. ₹ 0.03 crores) which will be paid off on linking of aadhar number of certain employees with the provident fund portal.

26.3 GST liabilities and assets have been offset against each other.

27 PROVISIONS (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Provision for employee benefits (refer note 44)</b>		
Defined benefit plan	-	4.76
Leave benefits	4.47	3.85
<b>Others Provisions</b>		
Claims (refer note 27.1)	0.23	0.49
Provision for European commission fine (refer note 36)	-	128.54
<b>Total</b>	<b>4.70</b>	<b>137.64</b>

27.1 The Company has made provisions for certain claims where cash outflow is expected within 12 months from balance sheet date. The Company does not expect any reimbursement in regards to the provision made.

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>Opening balance</b>	<b>0.49</b>	<b>0.49</b>
Less: reversals	0.26	-
<b>Closing balance</b>	<b>0.23</b>	<b>0.49</b>

28 REVENUE FROM OPERATIONS

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Sale of products (refer note 28.1)	1,368.86	1,688.80
<b>Other operating revenues</b>		
Export benefits	20.10	30.40
Other operating revenues (Raw material, solvent, scrap sale, R&D revenue, etc.)	23.33	16.50
	43.43	46.90
<b>Total Revenue from Operations</b>	<b>1,412.29</b>	<b>1,735.70</b>

28.1 Disclosure relating to disaggregation of revenue in terms of Ind AS-115

(₹ in crores)

Particulars	2025-2026			
	Branded Generics	Generics	APIs	Total
<b>A Domestic</b>	<b>1.65</b>	-	<b>31.46</b>	<b>33.11</b>
<b>B Exports</b>				
Americas	4.55	898.78	12.41	915.74
Europe	132.87	92.97	74.89	300.73
Africa	41.84	8.82	1.23	51.89
Asia (excluding India)	29.57	2.63	26.09	58.29
CIS	9.10	-	-	9.10
<b>Total B</b>	<b>217.93</b>	<b>1,003.20</b>	<b>114.62</b>	<b>1,335.75</b>
<b>Total (A+B)</b>	<b>219.58</b>	<b>1,003.20</b>	<b>146.08</b>	<b>1,368.86</b>

Disclosure relating to disaggregation of revenue in terms of Ind AS-115

(₹ in crores)

Particulars	2024-2025			
	Branded Generics	Generics	APIs	Total
<b>A Domestic</b>	<b>2.58</b>	-	<b>38.16</b>	<b>40.74</b>
<b>B Exports</b>				
Americas	1.96	1,113.07	12.64	1,127.67
Europe	212.28	97.66	86.96	396.90
Africa	37.03	7.77	2.80	47.60
Asia (excluding India)	45.91	2.31	20.06	68.28
CIS	7.06	-	0.55	7.61
<b>Total B</b>	<b>304.24</b>	<b>1,220.81</b>	<b>123.01</b>	<b>1,648.06</b>
<b>Total (A+B)</b>	<b>306.82</b>	<b>1,220.81</b>	<b>161.17</b>	<b>1,688.80</b>

29 OTHER INCOME

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income (refer note 29.1)	7.20	2.66
Dividend income on investments measured at Fair Value through Profit and Loss *	-	-
Net gain on investments measured at Fair Value through Profit and Loss	9.55	9.26
Profit on sale of property, plant and equipment (net)	-	0.95
Other non-operating income [guarantee commission, notice pay, lease rent, etc. (net)]	4.22	0.77
Net gain / (loss) on foreign currency translation and transactions	41.93	27.19
<b>Total</b>	<b>62.90</b>	<b>40.83</b>

\* Amount less than ₹ 0.5 lakhs

29.1 Details of interest income

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income on financial assets measured at amortised cost / others	7.20	2.66

30 COST OF MATERIALS CONSUMED

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Raw Materials	584.66	717.82
Packing Materials	86.93	111.95
<b>Total</b>	<b>671.59</b>	<b>829.77</b>

CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
<b>Inventories at the Commencement</b>		
Finished Goods	110.04	90.62
Work-in-progress	116.63	102.72
	<b>226.67</b>	<b>193.34</b>
<b>Inventories at year end</b>		
Finished Goods	100.39	110.04
Work-in-progress	133.56	116.63
	<b>233.95</b>	<b>226.67</b>
(Increase) / Decrease in finished goods	9.65	(19.42)
(Increase) / Decrease in work-in-progress	(16.93)	(13.91)
<b>Total change in inventory</b>	<b>(7.28)</b>	<b>(33.33)</b>

**31 EMPLOYEE BENEFITS EXPENSE**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and wages	248.06	258.72
Contribution to Provident and other funds	19.74	20.07
Staff welfare expenses	9.42	8.72
<b>Total</b>	<b>277.22</b>	<b>287.51</b>

**31.1 Aggregate employee benefits expense**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Employee benefits expense (refer note 31)	277.22	287.51
Employee benefits expense (refer note 41)	-	0.33
<b>Total</b>	<b>277.22</b>	<b>287.84</b>

**32 FINANCE COST**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest cost on financial liabilities measured at amortised cost	10.09	5.63
Interest on lease	1.05	1.05
Interest others	0.55	0.61
Other borrowing costs (bank charges / fees, etc.)	0.11	0.33
<b>Total</b>	<b>11.80</b>	<b>7.62</b>

**32.1 Aggregate Finance Cost**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Finance cost (refer note 32)	11.80	7.62
Finance cost (refer note 41)	-	0.89
<b>Total</b>	<b>11.80</b>	<b>8.51</b>

**33 OTHER EXPENSES**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Consumption of Stores and Spares	29.79	23.47
Power and Fuel	105.32	106.63
Rent	0.84	1.08
Insurance	4.43	4.84
Repairs:		
- Plant and Machinery	19.24	15.64
- Buildings	4.59	3.15
- Others	41.80	35.84
Rates and Taxes	4.10	3.44
Advertising and sales promotion	0.23	0.19
Travelling and Conveyance	2.07	2.33
Freight outward (net)	50.78	71.72
Directors' sitting fees	0.44	0.62
Commission on sales	3.34	2.01
Legal & Professional Expenses	21.05	12.02
Loss on sale of assets	2.44	-
Audit Fees	0.89	0.97
Establishment and Administrative Expenses (refer note 33.1)	128.00	113.07
<b>Total</b>	<b>419.35</b>	<b>397.02</b>

**33.1 Establishment and Administrative Expenses includes following major expenses:**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Research and development expenditure (mainly material cost and product development charges)	35.54	18.51
Bio equivalence studies	9.22	5.43
Lab related expenses (glass apparatus, chemicals, accessories, etc.)	24.01	24.46
Regulatory fees	20.67	21.48

**33.2 Exceptional Items - expenses**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Employee benefit expense (refer note 33.2.1)	15.40	-
Net (gain) / loss on disposal of land & building [erstwhile Registered office]	(275.52)	-
Interest on European commission fine (refer note 36)	58.26	-
Reversal of provision for European commission fine (Net) (refer note 36)	(25.12)	-
Reversal of impairment of investment in subsidiary "Unichem Laboratories Limited, Ireland" (refer note 6.2)	-	(4.00)
<b>Total</b>	<b>(226.98)</b>	<b>(4.00)</b>

33.2.1 The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from 21st November 2025 and have implication on employee benefits including gratuity, leave encashment and other related obligation.

The incremental impact of these changes, assessed by the Company, on the basis of the information available, consistent with the guidance provided by the Institute of Chartered Accountants of India and has recognised amount of ₹ 15.40 crores in the standalone financial results of the Company for the year ended 31st March 2026 under exceptional items - "employee benefit expense" as reported in note 33.2 above. Once the State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment.

**34 OTHER COMPREHENSIVE INCOME**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A (i) Items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	10.15	1.38
(ii) Income tax relating to items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	(2.55)	(0.15)
B (i) Items that will be reclassified to profit or loss		
Gain/ (Loss) on cash flow hedge	-	(1.13)
(ii) Income tax relating to items that will be reclassified to profit or loss		
Gain/ (Loss) on cash flow hedge	-	-
<b>Total</b>	<b>7.60</b>	<b>0.10</b>

**35 CONTINGENT LIABILITIES AND OTHER LIABILITIES WHICH ARE REMOTE IN NATURE**
**A. Matters considered as contingent liability**

(₹ in crores)

Particulars	2025-2026	2024-2025
(i) Claims not acknowledged as debts (refer note 35.1)	116.72	105.79
(ii) In respect of the Guarantees given to bank on behalf of subsidiaries	505.43	30.39
(iii) Other money for which the Company is contingently liable	1.39	3.96
(iv) Other bank guarantees (refer note 35.2)	7.65	7.31
<b>Total</b>	<b>631.19</b>	<b>147.45</b>

35.1 It mainly comprises of disputed tax matters towards GST and income tax. Further it includes ₹ 0.12 crores (P.Y. ₹ 0.47 crores) towards income tax / sales tax refund amount kept on hold, GST amount paid under protest / deposit made pending adjudication under the Income tax Act, 1961, the Finance Act, 1994, Central Excise Act, 1944, Central Goods and Services tax Act, 2017 and respective State VAT Acts.

35.2 Bank Guarantees aggregating to ₹ 3.82 crores (P.Y. ₹ 5.63 crores) are fully secured against Fixed Deposits with Bank of India.

Future cash outflow, if any, will be based on the outcome of the appeals / writ petition in case of disputed (a) statutory dues and (b) claims from regulatory authorities. In respect of bank guarantee and letter of credit, the Company does not expect any cash outflow.

**B. Other liabilities which are remote in nature**

- (i) Claims made by the ex-employees whose services have been terminated in earlier years are not acknowledged as debts. The matters are frivolous and are disputed under various forums. However, in the opinion of the management, these claims are not tenable.
- (ii) The Company has filed rectification letters in respect of certain income-tax refunds which have been withheld by the department. The Company is of the view that once the rectification letters are processed by the department, the refunds will be received by the Company.

In respect of matters stated in B (i) to (ii), the possibility of any liability devolving on the Company is remote and hence, no disclosure as contingent liability is considered necessary.

36 The Company and its subsidiary Niche Generics Ltd. ("Niche") had received a demand order dated 17th September 2025 from the European Commission (EU) for payment of fine and interest aggregating to Euro 19.55 million and the same was fully settled by the Company on 28th October 2025 after adjusting the payments of Euro 2.79 million already made by Niche in instalments to EU. In regard to above, the Company had fully recognised a provision in books towards payment of fine amounting to Euro 13.96 million towards EU fine during year ended 31st March 2024 and the balance amount representing the interest is recorded in year ended 31st March 2026 under exceptional items.

- 37 (a) Estimated amount of Contracts remaining to be executed (net of advances) on Capital account of ₹ 20.70 crores (P.Y. ₹ 33.24 crores) and on other purchase orders of ₹ 156.33 crores (P.Y. ₹ 119.47 crores) are not provided for.  
 (b) The Company has imported goods under the advance authorisation scheme/ export promotion capital goods scheme to utilise the benefit of a zero or concessional customs duty rate and has availed packing credit against the export orders. These benefits are subject to future exports. Such pending export obligations at 31st March 2026 aggregate to ₹ 229.36 crores (P.Y. ₹ 408.75 crores).  
 (c) The Company's intention is to continue to provide financial support to its subsidiaries [mainly Niche Generics Ltd, Unichem Farmaceutica Do Brasil Ltda & Unichem China Pvt. Ltd.].  
 (d) The Company had passed resolution to subscribe to the non-cumulative redeemable preference shares upto GBP 2 million (equivalent ₹ 25.12 crores) to be issued by Niche Generics Ltd, a wholly owned subsidiary.

38 During the year, Citibank N.A. Singapore has sanctioned working capital credit facility of ₹ 30.00 crores and same is secured by pari-passu first charge by way of hypothecation on Stock, book debts, receivables.

Working capital limits of Axis Bank was cancelled and the pari-passu first charge on current assets were satisfied.

Working Capital facilities from Kotak Mahindra Bank availed by the Company was secured by first and exclusive charge by way of hypothecation on movable property, plant and equipment at Goa as well as first charge by way of equitable mortgage on immovable property being Industrial land and building at Goa. Balance in Term loan (Original sanction ₹ 125 crores) has been repaid during the year and first and exclusive charge by way of hypothecation on movable property, plant and equipment at Goa as well as first charge by way of equitable mortgage on immovable property being Industrial land and building at Goa is satisfied.

Working capital facility sanctioned by the HDFC Bank is secured by pari-passu first charge by way of hypothecation of stock and book debts.

ECB Term Loan from Citibank N.A., Singapore is secured by first pari-passu charge by way of hypothecation on movable Plant and Machinery, machinery spares, tools and accessories, non-tradable receivables and other movables, both present and future, at Company's factories, premises and godown situated at Goa and Pithampur.

Additionally, charges for all the credit facilities, wherever applicable, have been registered with Registrar of Companies (ROC) within the prescribed due date.

39 As per Ind AS 108 'Operating Segment', segment information has been provided under the Notes to Consolidated Financial Statements.

40 40.1 In respect of its investment in wholly owned subsidiary "Unichem Farmaceutica Do Brasil Ltda", Brazil, full impairment loss was recognised in earlier years against total investment amount of ₹ 70.87 crores (P.Y. ₹ 70.87 crores). Impairment loss has been continued after an internal assessment based on circumstances prevailing as at the balance sheet date such as past performance, results, assets, expected cash flows, projections, status of product approvals and nature of the market and regulatory conditions.

40.2 In case of the subsidiaries (Niche Generics Ltd., Unichem China Pvt. Ltd. and Unichem Farmaceutica Do Brasil Ltda) the management of the Company is of the view that performance of these subsidiaries is improving and will turnaround and in case of China Subsidiary it is at nascent stage.

41 Expenditure incurred during the year and included in Property, Plant and Equipments and Capital work-in-progress is as follows:

(₹ in crores)

Particulars	2025-2026	2024-2025
i) Power and fuel	0.18	0.35
ii) Payroll expenses	-	0.33
iii) Insurance	-	0.06
iv) Travelling Expenses	-	0.03
v) Rent, Rates and Taxes	-	* -
vi) R&D Chemicals	-	0.01
vii) Administrative expenses	-	0.02
viii) Interest	-	0.89
ix) Others *	-	0.12
<b>Total</b>	<b>0.18</b>	<b>1.81</b>

\* Amount less than ₹ 0.5 lakhs in previous year

**42 CORPORATE SOCIAL RESPONSIBILITY**

- a) Gross amount required to be spent by the Company during the year is Nil (P.Y. Nil).  
 b) Amount spent during the year on:

(₹ in crores)

Particulars	In cash	Yet to be paid in cash	Total
i) Construction / acquisition of any asset (P.Y.)	-	-	-
ii) On purpose other than (i) above (P.Y.)	-	-	-

Note: During the year, the company has not spent any amount on CSR as there was no obligation to spend the same. However, the company is entitled to carry forward the amount of ₹ Nil (P.Y. ₹ 0.28 crores) spent in the earlier years to the subsequent three financial years which can be set off against the CSR obligation of these years. However, for accounting purpose such excess amount spent is not considered as prepaid expenses. During the current year, ₹ 0.28 crores (P.Y. ₹ 0.63 crores) is lapsed for carry forward.

**43 HEDGE ACCOUNTING**

The Company has managed the foreign exchange risk with appropriate hedging activities in accordance with policies of the Company. The Company manages currency risk as per trends and experiences. The Company uses forward exchange contracts to hedge against its foreign currency exposures relating to export receivables. The Company does not enter into any derivative instruments for trading or speculative purposes.

Fair Value Hedge

Hedging Instrument and Hedge Item:

(₹ in crores)

Type of Hedge and Risks	Nominal Value	Carrying amount as at 31st March 2026		Changes in amount of fair value	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk Trade Receivables hedged by Forward Contracts	338.33	315.72	-	(22.61)	April 2026 to January 2027	Other Financial Liability
Cash flow hedge	-	-	-	-	-	Other Financial Liability

Hedging Instrument and Hedge Item:

(₹ in crores)

Type of Hedge and Risks	Nominal Value	Carrying amount as at 31st March 2025		Changes in amount of fair value	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk Trade Receivables hedged by Forward Contracts	238.34	241.78	-	3.44	August 2025 to March 2026	Other Financial Liability
Cash flow hedge	38.39	-	39.77	(1.38)	April 2025 to September 2026	Other Financial Liability

- i) The following are the outstanding forward contracts:

Currency	Buy / Sell	In Foreign Currency (in crores)		(₹ in crores)	
		As at	As at	As at	As at
		31st March 2026	31st March 2025	31st March 2026	31st March 2025
USD	Sell	3.76	2.70	315.72	241.78

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be re-balanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedged ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted in the Statement of Profit and Loss at the time of hedge relationship re-balancing.

The Company offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and the Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. During the year the Company has not settled any such transactions.

ii) Foreign Currency exposure not hedged by forward contracts are given below:

Particulars	In Foreign Currency (in crores)		₹ in crores	
	As at 31st March 2026	As at 31st March 2025	As at 31st March 2026	As at 31st March 2025
A) Trade Receivables and Vendor advances				
Euro	0.09	0.37	9.41	34.29
CHF	-	* -	-	0.11
USD	2.20	5.48	208.64	468.64
GBP	0.14	0.25	17.96	27.19
ZAR	0.22	1.61	1.22	7.23
CAD	0.01	0.01	0.75	0.75
B) Trade Payables and Customer advances				
Euro *	-	0.04	0.45	3.56
USD	0.39	0.33	37.02	27.88
GBP *	-	-	0.27	0.43
ZAR	0.01	0.01	0.03	0.03
C) Borrowings				
USD (PCFC loan)	-	0.25	-	21.37
USD (ECB loan)	0.56	0.60	53.35	51.29
D) Loan to Subsidiary				
USD	0.40	0.50	37.93	42.74
E) Short term provision [EU fine]				
Euro	-	1.40	-	128.54

Note: The above figures do not include guarantee given to bank in foreign currency on behalf of subsidiaries.

\* Amount less than ₹ 0.5 lakhs

#### 44 EMPLOYEE BENEFITS

The Company has a defined benefit gratuity plan. The scheme is funded with an insurance company in the form of a qualifying insurance policy.

Other long-term benefits comprises of leave entitlements to the employees. Leave entitlement benefits was partly funded by the Company till the year ended 31st March 2025.

Bifurcation of liability as per Schedule III of the Companies Act, 2013:

(₹ in crores)

Particulars	As at 31st March 2026			As at 31st March 2025		
	Current Liability	Non-Current Liability	Net Liability	Current Liability	Non-Current Liability	Net Liability
Gratuity	-	6.68	<b>6.68</b>	4.76	11.51	<b>16.27</b>
Leave entitlements	4.47	21.96	<b>26.43</b>	3.85	26.35	<b>30.20</b>
<b>Net Liability</b>	<b>4.47</b>	<b>28.64</b>	<b>33.11</b>	<b>8.61</b>	<b>37.86</b>	<b>46.47</b>

The principal assumptions used in determining gratuity benefit obligations for the Company's plans are shown below:

Particulars	Gratuity	
	2025-2026	2024-2025
Discount rate	7.06%	6.75%
Salary growth rate	7.00%	9.00%
Expected rate of return on Plan assets	7.06%	6.75%
Withdrawal rate	15% p.a. at younger ages reducing to 2% p.a. at older ages	15% p.a. at younger ages reducing to 2% p.a. at older ages

The estimates of future salary increase considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The discounting rate is based on material yield on government bonds having currency and terms consistent with the currency and terms of post-employment benefit obligations. The overall expected rate of return on assets is based on the LIC structure of interest rates on gratuity funds.

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS

The following tables summarise the funded status and amounts recognised in the balance sheet for gratuity.

Funded status of the plan:

(₹ in crores)

Particulars	Gratuity	
	As at 31st March 2026	As at 31st March 2025
Present value of funded obligations	42.80	36.66
Fair value of plan assets	36.12	20.39
<b>Net Liability / (Asset)</b>	<b>6.68</b>	<b>16.27</b>

Amount charged to statement of Profit and loss:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
Current service cost	4.36	4.68
Past service cost (refer note 33.2.1)	11.54	-
Net interest cost	0.92	0.79
<b>Total charge to statement of P&amp;L</b>	<b>16.82</b>	<b>5.47</b>

Amount charged to Other Comprehensive Income:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
Components of actuarial (gain) / loss on obligations:		
Due to change in financial assumptions	(7.68)	1.29
Due to experience adjustments	(1.78)	(2.38)
Return on plan assets excluding amounts included in interest income	(0.69)	(0.29)
<b>Amounts recognized in Other Comprehensive Income</b>	<b>(10.15)</b>	<b>(1.38)</b>

Reconciliation of defined benefit obligation:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
<b>Opening Defined Benefit Obligation</b>	<b>36.67</b>	<b>34.53</b>
Current service cost	4.36	4.68
Past service cost (refer note 33.2.1)	11.54	-
Interest cost	2.30	2.37
Actuarial loss / (gain) due to change in financial assumptions	(7.68)	1.29
Actuarial loss / (gain) due to experience adjustments	(1.78)	(2.39)
Benefits paid	(2.61)	(3.81)
<b>Closing Defined Benefit Obligation</b>	<b>42.80</b>	<b>36.67</b>

Reconciliation of plan assets:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
<b>Opening value of plan assets</b>	<b>20.39</b>	<b>21.22</b>
Interest income	1.38	1.58
Return on plan assets excluding above	0.69	0.28
Contributions by employer	16.27	1.12
Benefits paid	(2.61)	(3.81)
<b>Closing value of plan assets</b>	<b>36.12</b>	<b>20.39</b>

Sensitivity analysis:

Assumptions	Change in assumptions		Increase/(decrease) in defined benefit obligation	
	Increase/decrease	Percentage	2025-2026	2024-2025
Discount rate	Increase by	0.5%	-3.21%	-3.89%
	Decrease by	0.5%	3.42%	4.17%
Salary growth rate	Increase by	0.5%	3.52%	4.06%
	Decrease by	0.5%	-3.34%	-3.83%

Sensitivity analysis for each significant actuarial assumptions namely Discount rate and Salary assumptions have been shown in the table above at the end of the reporting period, showing how the defined benefit obligation would have been affected by the changes. The Mortality and Attrition does not have a significant impact on the Liability, hence are not considered a significant actuarial assumption for the purpose of Sensitivity analysis. The method used to calculate the liability in these scenarios is by keeping all the other parameters and the data same as in the base liability calculation except the parameters to be stressed.

These plans typically expose the Company to actuarial risks such as: actuarial risk, investment risk, liquidity risk, market risk and legislative risk.

**Actuarial Risk:**

It is the risk that arises if benefits cost more than expected due to various reasons such as adverse salary growth experience, variability in mortality rates and withdrawal rates.

**Investment risk:**

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Liquidity risk:**

A strain on the cash flows might occur on resignation / retirement of employees with high salaries and long duration or at a higher level hierarchy who accumulate significant benefits.

**Market risk:**

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. This risk might be significant in case of discount rate assumptions as this assumption may vary depending on the yields on the corporate / government bonds and hence, the valuation of liability might be exposed to fluctuations in the yields as at the valuation date.

**Legislative risk:**

Risk that arises due to change in legislation / regulation that can result in the risk of increase in the plan liabilities or reduction in the plan assets which will directly have an affect on the defined benefit obligation.

Expected contribution and weighted average duration for defined benefit obligation:

Particulars	2025-2026	2024-2025
Expected contribution for the next year (₹ in crores)	4.46	4.76
Weighted average duration for defined benefit obligation (years)	9.04	7.69

Asset-liability matching strategies

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

**45 RELATED PARTY DISCLOSURES**

Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosure'

**(a) List of related parties:**

<p><b>(i) Subsidiaries of the Company (Wholly Owned):</b></p> <p>Niche Generics Limited. (United Kingdom)                  Unichem SA Pty. LTD. (South Africa)                  Unichem Farmaceutica Do Brasil Ltda (Brazil)                  Unichem Pharmaceuticals (USA) Inc. (USA)                  Unichem Laboratories Ltd. (Ireland)                  (upto 30th April 2025)                  Unichem China Pvt. Ltd.</p>	<p><b>(ii) Enterprises under significant influence of key management personnel as defined in (iii): (disclosed to the extent of transactions)</b></p> <p>Resonance Specialities Limited</p>
<p><b>(iii) Key management personnel and their relatives: (disclosed to the extent of transactions)</b></p> <p>Dr. Prakash A. Mody (Chairman)                  Mr. Pabitrakumar Bhattacharyya                  (Managing Director and Chief Executive Officer)                  (w.e.f. 22nd May 2026)</p>	<p><b>(iv) Independent Directors:</b></p> <p>Ms. Priti Puri (upto 20th March 2026)                  Mr. Arun Todarwal                  Mr. Anand Kusre                  Dr. (Ms.) Swati Patankar (w.e.f. 5th February 2026)</p>
<p><b>(v) Post-employment benefit plans:</b></p> <p>Unichem Laboratories Ltd.-Employees Gratuity Fund                  Unichem Laboratories Ltd.-Employees Superannuation Fund</p>	<p><b>(vi) Key management personnel and their relatives as per Companies Act, 2013:</b></p> <p>Dr. Prakash A. Mody (Chairman)                  Mr. Pradeep Bhandari - (Head - Legal &amp; Company Secretary)                  Mr. Sandip Ghume (Dy. Chief Financial Officer)(upto 30th June 2024)                  Mr. Sanjay Jain (Chief Financial Officer)(w.e.f. 8th August 2024)                  Mr. Pabitrakumar Bhattacharyya                  (Managing Director and Chief Executive Officer)                  (CEO w.e.f. 22nd May 2026)</p>
<p><b>(vii) Enterprises exercising control:</b></p> <p>Ipca Laboratories Ltd.</p>	<p><b>(viii) Non-Executive and Non-Independent Directors:</b></p> <p>Dr. Prakash A. Mody                  Mr. Pranay Godha</p>
<p><b>(ix) Sister Concern (disclosed to the extent of transactions)</b></p> <p>Bayshore Pharmaceutical LLC.                  Unichem Laboratories Ltd (Ireland) - w.e.f. 30th April 2025</p>	

**b) Disclosure of related party transactions (excluding indirect taxes):**

(₹ in crores)

Particulars	2025-2026	2024-2025
i) Sale of finished goods / scraps / solvents (Net of returns)		
Subsidiaries		
Niche Generics Limited.	41.77	20.11
Unichem SA Pty. Ltd.	5.91	11.88
Unichem Farmaceutica Do Brasil Ltda	42.50	50.29
Unichem Pharmaceuticals (USA) Inc.	794.36	1,032.67
Unichem Laboratories Ltd (Ireland)	0.70	0.88
Holding		
Ipca Laboratories Ltd	1.46	0.66
Sister Concern		
Unichem Laboratories Ltd (Ireland)	0.76	-
	<b>887.46</b>	<b>1,116.49</b>
ii) Sale of Materials		
Ipca Laboratories Ltd	-	0.11
	-	<b>0.11</b>
iii) Sale of Capital Items		
Ipca Laboratories Ltd	0.03	4.80
	<b>0.03</b>	<b>4.80</b>
iv) Sale of RoDTEP Licenses		
Ipca Laboratories Ltd	10.39	-
	<b>10.39</b>	-
v) Purchase of Materials		
Ipca Laboratories Ltd	15.06	11.61
Resonance Specialities Limited	0.08	-
	<b>15.14</b>	<b>11.61</b>

# NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(₹ in crores)

Particulars	2025-2026	2024-2025
vi) Purchase of Capital Items		
Ipca Laboratories Ltd	-	0.60
Resonance Specialties Limited	-	0.14
Bayshore Pharmaceuticals, LLC	-	22.38
	-	<b>23.12</b>
vii) Reimbursements received		
Subsidiaries		
Unichem Pharmaceuticals (USA) Inc.	3.94	13.96
Unichem SA Pty. Ltd.	0.24	0.70
Holding		
Ipca Laboratories Ltd *	-	-
	<b>4.18</b>	<b>14.66</b>
viii) Investments made		
Unichem Pharmaceuticals (USA) Inc. (includes ESOP)	0.81	2.05
Unichem China Pvt Ltd	1.06	0.83
	<b>1.87</b>	<b>2.88</b>
ix) Divestment made in Subsidiary		
Ipca Laboratories Ltd	4.00	-
	<b>4.00</b>	-
x) Guarantee commission income		
Niche Generics Limited	0.31	0.27
Unichem Pharmaceuticals (USA) Inc.	3.37	-
	<b>3.68</b>	<b>0.27</b>
xi) Commission Expense		
Unichem Farmaceutica Do Brasil Ltda	1.22	0.43
	<b>1.22</b>	<b>0.43</b>
xii) Guarantees to banks - given including renewal / (reduced)		
On behalf of Subsidiary Company		
Unichem Pharmaceuticals (USA) Inc.	469.46	-
	<b>469.46</b>	-
xiii) Rent & Maintenance paid		
Ipca Laboratories Ltd	1.41	0.97
	<b>1.41</b>	<b>0.97</b>
xiv) Managerial remuneration (including defined contribution plan)		
Key Management Personnel		
Mr. Pabitrakumar Bhattacharyya	4.14	3.07
	<b>4.14</b>	<b>3.07</b>
xv) Expenses Reimbursement (Establishment and administrative expenses)		
Subsidiaries		
Niche Generics Limited	-	0.08
Unichem SA Pty. Ltd.	0.47	0.27
Unichem Farmaceutica Do Brasil Ltda	0.20	0.16
Unichem Pharmaceuticals (USA) Inc.	6.20	1.38
Holding		
Ipca Laboratories Ltd.	12.47	10.91
	<b>19.34</b>	<b>12.80</b>
xvi) Sitting Fees		
Dr. Prakash A. Mody	0.05	0.06
Mr. Pranay Godha	0.07	0.09
Mr. Anand Kusre	0.12	0.17
Mr. Arun Todarwal	0.12	0.17
Ms. Priti Puri	0.06	0.14
Dr. (Ms.) Swati Patankar	0.02	-
	<b>0.44</b>	<b>0.63</b>
xvii) Royalty Income		
Unichem Pharmaceuticals (USA) Inc.	0.98	-
	<b>0.98</b>	-
xviii) Loan to Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	-	42.87
	-	<b>42.87</b>
xix) Repayment of Loan by Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	8.50	-
	<b>8.50</b>	-
xx) Interest Income on Loan to Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	2.39	0.60
	<b>2.39</b>	<b>0.60</b>

\* Amount less than ₹ 0.5 lakhs in previous year

**c) Disclosure of related party balances :**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
i) Trade Receivables		
Sale of Goods/Products		
Subsidiaries		
Niche Generics Limited.	18.01	37.43
Unichem SA Pty. Ltd.	1.22	6.22
Unichem Farmaceutica Do Brasil Ltda	60.71	54.29
Unichem Pharmaceuticals (USA) Inc.	377.06	472.73
Unichem Laboratories Ltd (Ireland)	-	0.10
Holding		
Ipca Laboratories Ltd.	0.03	0.65
Sister Concern		
Unichem Laboratories Ltd (Ireland)	0.79	-
Guarantee Commission Receivable from Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	1.16	-
Royalty Receivable from Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	1.02	-
Other current assets (other receivables)		
Ipca Laboratories Ltd.	0.35	0.21
	<b>460.35</b>	<b>571.63</b>
ii) Trade Payables		
Subsidiaries		
Unichem SA Pty. Ltd.	0.03	0.03
Unichem Farmaceutica Do Brasil Ltda	0.31	0.09
Unichem Pharmaceuticals (USA) Inc.	1.47	0.92
Holding		
Ipca Laboratories Ltd.	3.37	2.17
	<b>5.18</b>	<b>3.21</b>
iii) Commission Payable		
Unichem Farmaceutica Do Brasil Ltda	1.03	0.50
	<b>1.03</b>	<b>0.50</b>
iv) Investments in subsidiaries		
In equity shares		
Niche Generics Limited **	69.09	69.09
Unichem SA Pty. Ltd.	0.12	0.12
Unichem Farmaceutica Do Brasil Ltda **	70.87	70.87
Unichem Pharmaceuticals (USA) Inc	38.25	37.44
Unichem Laboratories Ltd (Ireland) (refer note 6.2) **	-	21.05
Unichem China Pvt Ltd (refer note 40.2)	7.21	7.21
** fully provided as impairment in value of investment		
	<b>185.54</b>	<b>205.78</b>
In preference shares		
Unichem China Pvt Ltd (China)	1.89	0.83
	<b>1.89</b>	<b>0.83</b>
v) Guarantees given		
to Banks on behalf of Subsidiary Company		
Unichem Pharmaceuticals (USA) Inc.	469.46	-
Niche Generics Limited	35.98	30.39
	<b>505.44</b>	<b>30.39</b>
vi) Outstanding Loan to Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	37.93	42.74
	<b>37.93</b>	<b>42.74</b>
vii) Interest Receivable on Loan to Subsidiary		
Unichem Pharmaceuticals (USA) Inc.	0.45	0.60
	<b>0.45</b>	<b>0.60</b>

**d) Contribution to post employment benefit plan :**

(₹ in crores)

Particulars	2025-2026	2024-2025
Post-employment benefit plans		
Unichem Laboratories Ltd - Employees Gratuity Fund	16.27	1.12
Unichem Laboratories Ltd - Employees Superannuation Fund	0.19	0.41
	<b>16.46</b>	<b>1.53</b>

e) Following are Key management Personnel (not covered above) in accordance with provisions of Companies Act, 2013. Details of transactions and balances are below: (₹ in crores)

Particulars	2025-2026	2024-2025
i) Salary (including defined contribution plan) Key Management Personnel		
Mr. Pradeep Bhandari	1.12	1.07
Mr. Sandip Ghume	-	0.39
Mr. Sanjay Jain	0.96	0.56
	<b>2.08</b>	<b>2.02</b>

Notes related to (a) to (e)

- Key Managerial Personnel and their relatives who are under the employment of the Company are entitled to post employment benefits and other long-term employee benefits recognised as per Ind AS 19 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above. Further, it also does not include actual payments of gratuity and leave encashment. Also, re-imbursement of expenses to KMP and their relatives are not included above.
- Related party contracts / arrangements have been entered in ordinary course of business and are approved by the board of directors / shareholders as applicable.

46 LEASE

Disclosure as per Ind AS 116 'Leases' is as given below. Also, refer note 2.14 and 4.

As a Lessee :

- The Company has obtained certain equipment under non-cancellable lease agreements for the period of 36 months which are subject to renewal at mutual consent. For such leases with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption. The expenses charged to the statement of profit and loss in current year is ₹ 0.21 crores (P.Y. ₹ 0.31 crores) and is grouped under note 33.1 (establishment and administrative expenses).

(₹ in crores)

The details of outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:	2025-2026	2024-2025
Lease payment not later than one year	0.11	0.19
Lease Payment later than one year and not later than five years	0.10	0.21
Lease Payment later than five years	-	-
<b>Total</b>	<b>0.21</b>	<b>0.40</b>

- The Company has taken flats / office premises, vehicles and other machinery on cancellable operating leases. There are no restrictions imposed by lease arrangements. For such lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions. There are no sub-leases. The deposit amount are refundable on completion / cancellation of lease term. The aggregate lease rentals charged as lease rent to the statement of profit and loss in current year is ₹ 0.58 crores (P.Y. ₹ 1.11 crores) and is grouped under note 33.1 (establishment & administrative expenses).

- Disclosure with respect to lease under Ind AS - 116 'Leases'

(₹ in crores)

Particulars	2025-2026	2024-2025
Interest expense on lease liabilities (refer note 32)	1.05	1.05
Lease expenses in case of short term leases [refer note 46(b)]	0.58	1.11
Lease expenses in case of low value leases (other than short term as disclosed above) (refer note 46(a))	0.21	0.31
Lease payments debited to lease liabilities	1.96	1.05
<b>Total cash outflow for leases [including short-term and low value leases]</b>	<b>3.80</b>	<b>3.52</b>
<b>Additions to ROU assets</b>	<b>-</b>	<b>5.23</b>

- The table below provides details regarding the contractual maturities of lease liabilities as at 31st March 2026 and 31st March 2025 on an undiscounted basis:

(₹ in crores)

Particulars	2025-2026	2024-2025
Lease payment not later than one year	1.95	1.95
Lease Payment later than one year and not later than five years	5.72	7.03
Lease Payment later than five years	18.46	19.09
<b>Total</b>	<b>26.12</b>	<b>28.07</b>

- The right of use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right of use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.

**47 EARNINGS PER EQUITY SHARE (EPS)**

Particulars			2025-2026	2024-2025
Weighted average number of equity shares for Basic EPS	(A)	Nos	7,04,05,750	7,04,05,750
Add: Potential equity shares (ESOP)		Nos	1,27,154	2,15,562
Weighted average number of equity shares for Diluted EPS	(B)	Nos	7,05,32,904	7,06,21,312
Face value of equity share (fully paid)		₹	2.00	2.00
Profit / (loss) attributable to equity shareholders for Basic & Diluted EPS	(C)	₹ in crores	158.94	162.96
Earnings per equity share				
Basic	(C/A)	₹	22.57	23.15
Diluted	(C/B)	₹	22.53	23.08

**48 SHARE BASED PAYMENT PLANS (ESOP)**

(i) During the year ended 31st March 2026, the Company has share based payment arrangements which are described below:

Type of arrangement	ESOP 2018	
	Senior Management stock option scheme - I	
Date of Grant	01.07.2023	
Number granted	5,00,000	
Contractual life	1-3 Years	
Vesting condition	As decided by Board/ Compensation Committee based on various factors	

(ii) Summary of stock option are as follows:

Particulars	ESOP 2018	
	2025-2026	2024-2025
Option outstanding at the beginning of the year (Nos.)	5,00,000	5,00,000
Granted during the year (Nos.)	-	-
Exercised during the year (Nos.)	-	-
Lapsed during the year (Nos.)	-	-
Surrendered / forfeited during the year (Nos.)	-	-
<b>Option outstanding at the end of the year (Nos.)</b>	<b>5,00,000</b>	<b>5,00,000</b>
Vested and exercisable at the end of the year (Nos.)	3,75,000	2,50,000
Weighted Average Exercise Price (₹)	370	370
Weighted Average Fair Value of Option at the measurement date * (₹)	122	122

\*The fair value at grant date is determined using the Black-Scholes-Merton Option Pricing Model which takes into account the market price of the optioned stock, exercise price, expected life of the option and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

(iii) Share options outstanding at the end of year have the following expiry dates and exercise prices:

Grant Date	Expiry Date	Scheme Name	Exercise price (₹)	No. of ESOPS	
				2025-2026	2024-2025
1st July 2023	30th September 2026 *	ESOP 2018	370	2,50,000	2,50,000
1st July 2023	30th September 2026 *	ESOP 2018	370	1,25,000	1,25,000
1st July 2023	31st July 2027	ESOP 2018	370	1,25,000	1,25,000
<b>Total</b>				<b>5,00,000</b>	<b>5,00,000</b>

\* During the year, the Company has revised the expiry date of existing ESOPs from 30th September 2025 for 2,50,000 options and from 31st July 2026 for 1,25,000 options to 30th September 2026.

(iv) Expense arising from share-based payment transactions

Expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:  
(₹ in crores)

Particulars	2025-2026	2024-2025
Employee stock option plan	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**49 PAYMENTS TO STATUTORY AUDITORS AND COST AUDITORS**

**(i) Statutory Auditors (Excluding indirect tax)**

(₹ in crores)

Particulars	2025-2026	2024-2025
Audit Fees	0.50	0.50
Tax Audit	0.10	0.10
Certification Charges	0.02	0.01
Taxation	0.20	0.29
Reimbursement of Expenses	0.02	0.01
<b>Total</b>	<b>0.83</b>	<b>0.91</b>

**(ii) Cost Auditors (Excluding indirect Tax)**

(₹ in crores)

Particulars	2025-2026	2024-2025
Audit Fees	0.06	0.06
<b>Total</b>	<b>0.06</b>	<b>0.06</b>

**50 RESEARCH & DEVELOPMENT EXPENDITURE**

- i) Total Research and Development expenditure including amount incurred at units approved by Department of Scientific & Industrial Research :

(₹ in crores)

Particulars	2025-2026	2024-2025
Materials	32.89	28.26
Salaries, wages and ex-gratia	28.63	28.52
Contribution to provident fund and other funds	3.71	2.09
Employees' welfare expenses	0.48	0.49
Rent	0.11	0.12
Insurance	0.25	0.32
Rates and taxes	0.21	0.16
Repairs:		
- Plant and machinery	0.62	1.47
- Others	2.82	1.50
Power and fuel	2.73	2.63
Travelling and conveyance	0.20	0.24
Legal & professional expenses	2.91	2.71
Others (depreciation, bioequivalence studies, etc.)	23.00	21.49
<b>Total</b>	<b>98.56</b>	<b>90.00</b>

- ii) Research and Development expenditure at units approved by Department of Scientific and Industrial Research included in total Research and Development expenditure (refer note 50(i)).

(₹ in crores)

Particulars	2025-2026	2024-2025
Materials	22.38	15.51
Salaries, wages and ex-gratia	28.63	28.46
Contribution to provident fund and other funds	3.71	2.09
Employees' welfare expenses	0.48	0.49
Rent	0.11	0.12
Insurance	0.19	0.21
Rates and taxes	0.21	0.16
Repairs:		
- Plant and machinery	0.62	1.47
- Others	2.82	1.50
Power and fuel	2.72	2.57
Travelling and conveyance	0.20	0.23
Legal & professional expenses	2.91	2.71
Others (depreciation, bioequivalence studies, etc.)	18.90	17.36
<b>Total</b>	<b>83.88</b>	<b>72.88</b>

**51 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS PURSUANT TO SECTION 186(4) OF THE COMPANIES ACT, 2013**

(₹ in crores)

Particulars	2025-2026	2024-2025
Amount outstanding as at year end:		
Loans Given *	37.93	42.74
Guarantees given *	505.43	30.39
Investments made	411.98	270.98

\* Guarantees and Loan are given to subsidiaries for business purposes  
Refer note 6, 11 and 13 for details of investments made

52 FINANCIAL INSTRUMENTS

i) The carrying value and fair value of financial instruments by category is as follows:

(₹ in crores)

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets: *</b>				
<b>Amortised cost</b>				
Cash and cash equivalents	33.83	33.83	1.92	1.92
Other bank balances	5.22	5.22	28.05	28.05
Trade receivables	582.94	582.94	748.14	748.14
Loans	38.10	38.10	42.93	42.93
Other financial assets	11.14	11.14	7.73	7.73
<b>Fair value through profit or loss</b>				
Investments in mutual funds (including cash and cash equivalents)	218.84	218.84	58.66	58.66
Investments in equity instruments	0.02	0.02	0.02	0.02
Derivative instruments	-	-	3.44	3.44
<b>Total</b>	<b>890.09</b>	<b>890.09</b>	<b>890.89</b>	<b>890.89</b>
<b>Financial liabilities:</b>				
<b>Amortised cost</b>				
Borrowings	53.34	53.34	111.05	111.05
Trade payables	225.37	225.37	261.65	261.65
Lease liabilities	10.74	10.74	11.65	11.65
Other financial liabilities	22.87	22.87	47.46	47.46
<b>Fair value through profit or loss</b>				
Derivative instruments	22.61	22.61	1.38	1.38
<b>Total</b>	<b>334.93</b>	<b>334.93</b>	<b>433.19</b>	<b>433.19</b>

\* excluding financial assets measured at cost

ii) Fair value hierarchy

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 : Valuation techniques for which lowest level input that is significant to the fair value measurement is directly or indirectly observable;

Level 3 : Valuation techniques for which lowest level input that is significant to the fair value measurement is directly or indirectly unobservable;

The following tables categorise the financial assets and liabilities held at fair value by the valuation methodology applied in determining their fair value.

Fair value hierarchy as at 31st March 2026

(₹ in crores)

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in equity instruments (other than in subsidiaries)	-	-	0.02	0.02
Investments in mutual funds	218.84	-	-	218.84
Derivative Instruments gain / (loss)	-	-	-	-
<b>Financial Liabilities</b>				
Derivative Instruments gain / (loss)	-	(22.61)	-	(22.61)

Fair value hierarchy as at 31st March 2025

(₹ in crores)

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in equity instruments (other than in subsidiaries)	-	-	0.02	0.02
Investments in mutual funds	58.66	-	-	58.66
Derivative Instruments gain / (loss)	-	3.44	-	3.44
<b>Financial Liabilities</b>				
Derivative Instruments gain / (loss)	-	(1.38)	-	(1.38)

**Determination of fair values:**

The following are the basis of assumptions used to estimate the fair value of financial assets and liabilities that are measured at fair value on recurring basis.

## Investment in mutual funds & bonds:

The fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors.

## Equity investments:

- a) Equity investments traded in an active market determined by reference to their quoted market prices.
- b) Investments which are designated through other comprehensive income are fair valued and the changes in fair value is recognised in other comprehensive income. There are no gains / losses from such investments.

## Derivative instruments:

For forward contracts and cross currency interest rate swaps, future cash flows are estimated based on forward exchange rates and forward interest rates (from observable forward exchange rates / yield curves at the end of the reporting period) and contract forward exchange rates and forward interest rates, discounted at a rate that reflects the credit risk of respective counterparties.

## 53 FINANCIAL RISK MANAGEMENT

The Company's activities are exposed to variety of financial risks. These risks include market risk (including foreign exchange risk and interest rate risks), credit risks and liquidity risk. The Company's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Company through established policies and processes which are laid down to ascertain the extent of risks, setting appropriate limits, controls, continuous monitoring and its compliance.

**Market risk:** Market risk refers to the possibility that changes in the market rates may have impact on the Company's profits or the value of its holding of financial instruments. The Company is exposed to market risks on account of foreign exchange rates, interest rates and underlying equity prices.

**Foreign currency exchange rate risk:** The Company's foreign currency risk arises from its foreign operations, investments in foreign subsidiaries and foreign currency transactions. The fluctuation in foreign currency exchange rates may have potential impact on the income statement 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 Company.

Since a major part of the Company's revenue is in foreign currency and major part of the costs are in Indian Rupees, any movement in currency rates would have impact on the Company's performance. Consequently, the overall objective of the foreign currency risk management is to minimize the short-term currency impact on its revenue and cash-flow in order to improve the predictability of the financial performance.

The major foreign currency exposures for the Company are denominated in USD & EURO. Additionally, there are transactions which are entered into in other currencies and are not significant in relation to the total volume of the foreign currency exposures. The Company hedge trade receivables upto a maximum of 12 months forward based on historical trends. Hedge effectiveness is assessed on a regular basis.

The following table sets forth information relating to foreign currency exposure from USD, EURO and other currencies (which are not material) form non-derivative financial instruments:

(₹ in crores)

As at 31st March 2026	USD	Euro	Others*	Total
<b>Assets</b>				
Trade Receivables and vendor advances	524.36	9.41	19.93	553.70
Loan to Subsidiary and interest receivable thereon	38.38	-	-	38.38
<b>Total</b>	<b>562.74</b>	<b>9.41</b>	<b>19.93</b>	<b>592.08</b>
<b>Liabilities</b>				
Trade Payable and customer advances	37.02	0.45	0.30	37.77
Borrowings	53.35	-	-	53.35
Short term provision [EU fine]	-	-	-	-
<b>Total</b>	<b>90.37</b>	<b>0.45</b>	<b>0.30</b>	<b>91.12</b>
<b>Net Assets / Liabilities</b>	<b>472.37</b>	<b>8.96</b>	<b>19.63</b>	<b>500.96</b>

\* Others mainly include currency namely GBP, ZAR & CAD

(₹ in crores)

As at 31st March 2025	USD	Euro	Others*	Total
<b>Assets</b>				
Trade Receivables and vendor advances	710.42	34.29	35.28	779.99
Loan to Subsidiary	42.74	-	-	42.74
<b>Total</b>	<b>753.16</b>	<b>34.29</b>	<b>35.28</b>	<b>822.73</b>
<b>Liabilities</b>				
Trade Payable and customer advances	27.88	3.56	0.46	31.90
Borrowings	112.43	-	-	112.43
Short term provision [EU fine]	-	128.54	-	128.54
<b>Total</b>	<b>140.31</b>	<b>132.10</b>	<b>0.46</b>	<b>272.87</b>
<b>Net Assets / Liabilities</b>	<b>612.85</b>	<b>(97.81)</b>	<b>34.82</b>	<b>549.86</b>

\* Others mainly include currency namely GBP, ZAR, CAD & CHF

Sensitivity analysis

(₹ in crores)

Particulars	FOREIGN CURRENCY SENSITIVITY					
	As at 31st March 2026			As at 31st March 2025		
	USD	Euro	Others	USD	Euro	Others
1 % Appreciation in INR Impact on Profit & Loss	(4.72)	(0.09)	(0.20)	(6.13)	0.98	(0.35)
1 % Depreciation in INR Impact on Profit & Loss	4.72	0.09	0.20	6.13	(0.98)	0.35

**Interest Rate Risk:** Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates and where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments or borrowings will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk: The Company adopts a policy of ensuring that maximum of its interest rate risk exposure is at a fixed rate and there are no financial instruments with floating interest rates.

**Credit risk:** Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Financial instruments that are subject to concentrations of credit risk materially consists of trade receivables, investments and derivative financial instruments.

All trade receivables are subject to credit risk exposure. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country, in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through established policies, controls relating to credit approvals and procedures for continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables (other than from subsidiaries) and unbilled revenues. The Company does not have significant concentration of credit risk related to trade receivables. In the current year, there is no single external party customer which contributes to more than 10% of outstanding accounts receivable (excluding outstanding from subsidiaries) as of 31st March 2026. In previous year, there was no single external party customer which contributed to more than 10% of outstanding accounts receivable (excluding outstanding from subsidiaries) as of 31st March 2025.

The Company limits its exposure to credit risk by generally investing in liquid securities having and only with counterparties that have a good credit rating. The Company does not expect any losses from non-performance by these counter parties and does not have any significant concentration of exposures to specific industry sectors.

None of the financial instruments of the Company result in material concentration of credit risk. Geographic concentration of credit risk relating to trade receivable (other than subsidiaries) is predominantly there in USA i.e. above 10% and less than 10% in other countries. Refer note 11 for movement in expected credit loss allowance.

**Liquidity risk:** Liquidity risk refers to the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company generates cash flows from operations to meet its financial obligations, maintains adequate liquid assets in the form of cash & cash equivalents and has undrawn short term line of credits from banks to ensure necessary liquidity.

Contractual maturities of significant financial liabilities are as below:

(₹ in crores)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 year	As at 31st March 2026
Trade payable	225.37	-	-	-	225.37
Lease liabilities	1.95	1.98	3.74	18.46	26.13
Borrowings	16.97	16.15	26.32	-	59.44
Other financial liabilities	45.48	-	-	-	45.48
<b>Total</b>	<b>289.77</b>	<b>18.13</b>	<b>30.06</b>	<b>18.46</b>	<b>356.42</b>

(₹ in crores)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 year	As at 31st March 2025
Trade payable	261.65	-	-	-	261.65
Lease liabilities	1.95	3.93	3.10	19.09	28.07
Borrowings	33.75	28.45	38.28	-	100.48
Other financial liabilities	48.84	-	-	-	48.84
<b>Total</b>	<b>346.19</b>	<b>32.38</b>	<b>41.38</b>	<b>19.09</b>	<b>439.04</b>

**Capital Management:**

Equity share capital and other equity (other than ESOP Reserve and Other Comprehensive Income) are considered for the purpose of Company's capital management (refer Statement of Changes in Equity of standalone financial statement). There are no externally imposed capital requirements on the Company. The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital as well as the level of dividends on its equity shares. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The Company is predominantly equity financed. Further, the Company's current assets has always been higher than the liabilities. Also, current assets includes cash and bank balances along with investment which is predominantly investment in liquid and short-term mutual funds being far in excess of borrowings / debt.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2026 and 31st March 2025.

**54 RATIOS**

Ratio	Numerator	Denominator	Times / %	2025-2026	2024-2025	% Variance	Reason for variance in excess of 25%
				Current Period	Previous Period		
(a) Current Ratio	Current Assets	Current Liabilities	times	4.87	3.01	61.51%	Reduction in liabilities due to EU fine payment & Term loan repayments
(b) Debt-Equity Ratio	Total Borrowings	Shareholder's Equity	times	0.02	0.05	-55.03%	Reduction in borrowings during the current year
(c) Debt Service Coverage Ratio	Net Profit / (Loss) after tax+Depreciation and amortization expense+Finance cost+/-) loss/(profit) on sale of PPE	Interest & Lease payments + Principal repayments	times	5.95	8.44	-29.46%	Ratio has declined mainly due to Loan repayments
(d) Return on Equity	Profit / (Loss) after tax	Average Shareholder's Equity	%	6.20%	6.90%	-8.84%	-
(e) Inventory/Stock Turnover Ratio	Cost of goods sold +consumption of stores and spares	Average Inventory	times	1.18	1.51	-21.92%	-
(f) Trade Receivables Turnover Ratio	Sales	Average Trade Receivable	times	2.06	2.59	-20.44%	-
(g) Trade payables Turnover Ratio	Purchases	Average Trade Payables	times	4.35	4.84	-9.99%	-
(h) Net Capital Turnover Ratio	Sales	Working Capital	times	1.12	1.61	-30.38%	Due to lower sales & higher working capital
(i) Net Profit / (Loss) Ratio	Net Profit / (Loss) after tax	Sales	%	11.61%	9.65%	20.33%	-
(j) Return on Capital Employed	Profit / (Loss) before interest and tax (after exceptional items)	Capital Employed	%	8.04%	7.35%	9.39%	-
(k) Return on Investment	Income generated from invested funds including fair valuation	Average invested funds (including inter-corporate deposits)	%	7.14%	9.26%	-22.85%	-

- 55 As on 31st March 2026, the Company has not been declared wilful defaulter by any bank / financial institution or other lender.
- 56 The Company is not engaged in the business of trading or investing in crypto currency or virtual currency and hence no disclosure is required.
- 57 The Company has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017.
- 58 The Company has not advanced any funds or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of Ultimate Beneficiaries.
- The Company has not received any funds from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such entity shall whether, 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 guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 59 No proceedings have been initiated or are pending against the Company as on 31st March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- 60 The Company does not have any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and hence, no disclosure is required.
- 61 The Company has not entered into any scheme of arrangements in terms of sections 230 to 237 of the Companies Act, 2013.
- 62 There is no transaction that 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.
- 63 Figures for the previous year have been regrouped wherever considered necessary.

As per our report of even date attached  
**For N. A. Shah Associates LLP**  
Chartered Accountants  
Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**  
Partner  
Membership No.: 118991

Place: Mumbai  
Date: 22nd May 2026

**For and on behalf of the Board of Directors**

**Pranay Godha**  
Non-Executive, Non-Independent Director (DIN: 00016525)  
**Pabitrakumar Bhattacharyya**  
Managing Director and Chief Executive Officer (DIN: 07131152)  
**Sanjay Jain**  
Chief Financial Officer (Membership no. ACA 110009)  
**Pradeep Bhandari**  
Head - Legal & Company Secretary (Membership no. ACS 14177)

# Independent Auditors' Report to the Members of Unichem Laboratories Limited

To  
The Members,  
**Unichem Laboratories Limited**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

1. We have audited the accompanying consolidated financial statements of **Unichem Laboratories Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at 31st March 2026, 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 then ended, and a summary of the material accounting policies and other explanatory information (hereinafter referred to as "consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in paragraph 8 below on separate financial statements and on the other financial information of the subsidiaries, 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 (Ind AS) prescribed under section 133 of the Act and accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2026 and their consolidated profit (including other comprehensive income), consolidated statement of changes in equity and their consolidated cash flows for the year ended on that date.

### Basis for Opinion

3. We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities 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 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 thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

### Key Audit Matters

4. 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.

#### Description of Key Audit Matters:

**Impairment of Property, Plant and Equipment, Capital work in progress, Right of use assets and Intangible assets (PPE & Other assets):**

**Key audit matter:**

There is a risk of impairment of the Group's Property, plant and equipment and other assets on account of inherent nature of these assets and the business environment in which the Group operates. As on 31st March, 2026 the carrying amount of these assets was ₹ 1,312.72 crores which represent 35.12% of total group assets. The Management determines at the end of each reporting period the existence of any objective evidence that the Group's above assets may be impaired. If there are indicators of impairment of class of assets, the deficit between the recoverable amount of above assets and its carrying amount would be recognised as impairment loss in profit or loss. The process of identifying indicators of impairment and determining the recoverable amount of above assets by the management requires significant judgement and estimation. The determination of the recoverable amounts inter alia requires estimates of forecasted revenues, growth rates, profit margins and tax rates.

**Audit approach:**

- We assessed the determination of the recoverable amount of the PPE and other assets based on our understanding of the nature of the Group's business and the economic environment surrounding its operations.
- We reviewed the Group's historical performances and held discussions with the Management to understand their assessment of the Group's future performance.
- We discussed with the management the matter relating to the determination of the value in use of the PPE and other assets at the various plants.
- Evaluating key assumptions and performing sensitivity analysis.
- Performing analytical review of unit-wise performance and assessing related disclosures.

**Information other than the consolidated financial statements and Auditor's Report Thereon**

5. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report, Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we will 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 and, in doing so, 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.

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 the fact. We have nothing to report in this regard.

**Managements and Board of Directors Responsibility for the consolidated financial statements**

6. The Holding Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act, as amended, and other accounting principles generally accepted in India.

The respective Management and 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 financial statements, the Management and the 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 management and Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditor's Responsibilities for the audit of the consolidated financial statements**

7. 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 control 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 statement 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 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 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 financial information 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 statement, which have been audited by 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 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 Company and such other entities included in the consolidated financial statements of which we are independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 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

8. We did not audit the financial statements of five subsidiaries, whose financial statements reflect total assets of ₹ 1,221.44 crores as at 31st March 2026, total revenues (including other income) ₹ 1,676.15 crores and total net profit after tax (including other comprehensive income) amounting to ₹ 7.55 crores, and net cash inflow of ₹ 3.80 crores for the year ended 31st March 2026, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the management. These financial statements have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. 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-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditor.
9. We also did not audit the financial statements of one subsidiary (ceased to be a subsidiary as on 30th April 2025), whose financial statements reflect total revenues (including other income) of ₹ 0.88 crores, total net profit / (loss) after tax and total comprehensive income of ₹ 0.10 crores as considered in the consolidated audited financial results. These financial information are unaudited and have been furnished to us by the management and our opinion on the consolidated audited financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is solely based on the information provided by the management. According to the information and explanations given to us by the management, these financial information is not material to the Group.
10. In case of associate, the carrying value of investment had been fully impaired. Further, financial information of the associate is not available for the year ended 31st March 2026. In view of the above and in our opinion and according to the information and explanations given to us by the management, this financial information is not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the matters stated in paragraph 8,9, & 10 with respect to our reliance on the work done and the reports of the other auditors and management certified figures.

## Report on Other Legal and Regulatory Requirements

11. As required by Section 143(3) of the Act, 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 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 so far as it appears from our examination of those books and the reports of the other auditors; and with respect to associate, financial information is not available;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant 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 31st March 2026 taken on record by the Board of Directors of the Holding Company, none of the directors are disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act. The subsidiary companies are incorporated outside India, hence, section 164(2) of the Act is not applicable to the subsidiary companies. With respect to the associate, the information about disqualification of director u/s 164(2) is not available; hence, we cannot comment on the same;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, considering that the wholly owned subsidiaries are incorporated outside India and an associate whose accounts are not available as on the date of the report, reporting requirement are not applicable and not possible to report upon respectively. In respect of the Holding Company, our report on adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls may be referred to our separate report in "Annexure I". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls over financial reporting;
- 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:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid 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 its financial position of the Group. Refer note 36 to the consolidated financial statements;
  - ii. The Group did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company. With respect to the subsidiaries and the associate, this clause is not applicable.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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 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. Also, refer note 57 of the consolidated financial statements.

- v. The Holding Company has not paid / proposed dividend during the year. Therefore, any reporting as required by section 123 of the Act is not applicable to the Holding Company.
  - vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention. The said rule is not applicable to subsidiaries of the Holding Company as they are incorporated outside India.
12. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, we state that reporting under CARO is not applicable to subsidiaries of the Holding Company as they are incorporated outside India.

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

UDIN.: 26118991FZBTDT5924

Place: Mumbai

Date: 22nd May 2026

**Annexure I to Independent Auditor's Report for the year ended 31st March 2026**

[Referred to point 11(f) under the heading "Report on other legal and regulatory requirements" of our report of even date]

**Report on the Internal Financial Controls under section 143(3)(i) of the Companies Act, 2013 (the "Act")****Opinion**

In conjunction with our audit of the consolidated financial statements of **Unichem Laboratories Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") as of and for the year ended 31st March 2026, we have audited the internal financial controls over financial reporting of the Holding Company.

In our opinion, the Holding Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2026, based on the internal control over financial reporting criteria established by the Holding 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 ICAI.

**Management's Responsibility for Internal Financial Controls**

The Holding Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note"), issued by the Institute of Chartered Accountants of India ('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 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 Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding 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 ICAI 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 financial statement. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the consolidated 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 internal financial controls system over financial reporting of the Holding Company.

**Meaning of Internal Financial Controls over Financial Reporting**

A Holding Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. The Holding Company's internal financial control over financial reporting 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 Holding Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Holding Company are being made only in accordance with authorizations of management and directors of the Holding Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Holding Company's assets that could have a material effect on the consolidated financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

UDIN.: 26118991FZBTDT5924

Place: Mumbai

Date: 22nd May 2026

# Consolidated Balance Sheet as at 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
<b>I. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	1,135.90	1,211.01
(b) Right of use assets	4	67.80	68.31
(c) Capital work-in-progress	3	100.14	30.67
(d) Goodwill	3	1.55	1.55
(e) Other intangible assets	3	7.33	18.70
(f) Financial assets			
(i) Investments	6	0.02	0.02
(ii) Loans	7	0.11	0.14
(iii) Other financial assets	8	8.59	8.27
(g) Deferred tax assets (net)	9	30.56	25.78
(h) Other non-current assets	10	184.85	167.00
		<b>1,536.85</b>	<b>1,531.45</b>
<b>Current assets</b>			
(a) Inventories	11	974.97	988.74
(b) Financial assets			
(i) Trade receivables	12	828.58	778.81
(ii) Cash and bank balances	13		
Cash & cash equivalents		289.48	89.58
Other bank balances		5.22	28.05
(iii) Loans	14	0.06	0.06
(iv) Other financial assets	15	4.42	4.83
(c) Other current assets	16	94.61	139.40
		<b>2,197.34</b>	<b>2,029.47</b>
<b>Non-current assets held for sale</b>	5	<b>3.25</b>	<b>8.48</b>
<b>TOTAL ASSETS</b>		<b>3,737.44</b>	<b>3,569.40</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	17	14.08	14.08
(b) Other equity	18	2,703.36	2,436.51
		<b>2,717.44</b>	<b>2,450.59</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	19	39.12	60.81
(ii) Lease liabilities	20	26.00	25.19
(b) Provisions	21	28.64	37.86
(c) Deferred tax liabilities (net)	22	39.88	-
(d) Other non-current liabilities	23	0.42	0.64
		<b>134.06</b>	<b>124.50</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	24	429.66	369.16
(ii) Lease liabilities	20	5.37	4.61
(iii) Trade payables	25		
Total outstanding dues of micro enterprises and small enterprises		14.98	7.67
Total outstanding dues of creditors other than micro enterprises and small enterprises		341.65	379.27
(iv) Other financial liabilities	26	59.66	66.29
(b) Other current liabilities	27	29.92	22.99
(c) Provisions	28	4.70	137.64
(d) Current tax liabilities (net)		-	4.34
		<b>885.94</b>	<b>991.97</b>
<b>Non-current Liabilities held for sale</b>	5	<b>-</b>	<b>2.34</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,737.44</b>	<b>3,569.40</b>
<b>Material accounting policies &amp; notes</b>	<b>1 - 62</b>		

## Notes to Accounts form an integral part of consolidated financial statements

As per our report of even date attached

### For N. A. Shah Associates LLP

Chartered Accountants

Firm's Registration No.: 116560W/W100149

### Bhavin Kapadia

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

## For and on behalf of the Board of Directors

### Pranay Godha

Non-Executive, Non-Independent Director (DIN: 00016525)

### Pabitrakumar Bhattacharyya

Managing Director and Chief Executive Officer (DIN: 07131152)

### Sanjay Jain

Chief Financial Officer (Membership no. ACA 110009)

### Pradeep Bhandari

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Consolidated Statement of Profit and Loss for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
I Revenue from operations	29	2,201.85	2,110.97
II Other income	30	63.06	35.32
<b>III Total Income (I+II)</b>		<b>2,264.91</b>	<b>2,146.29</b>
<b>IV EXPENSES</b>			
Cost of materials consumed	31	768.83	888.24
Purchases of Stock-in-Trade		231.51	175.78
Changes in inventories of stock-in-trade, finished goods and work-in-progress	31	20.21	(200.35)
Employee benefits expense	32	396.63	402.21
Finance costs	33	31.59	21.03
Depreciation and amortisation expense	3,4	125.12	124.56
Other expenses	34	600.50	580.23
<b>Total expenses (IV)</b>		<b>2,174.39</b>	<b>1,991.70</b>
<b>V Profit / (Loss) before share of profit / (loss) in associate (III - IV)</b>		<b>90.52</b>	<b>154.59</b>
VI Share of profit / (loss) in associate (net of tax)		-	-
<b>VII Profit / (Loss) before exceptional items and tax (V+VI)</b>		<b>90.52</b>	<b>154.59</b>
VIII Exceptional items - Income	34.1	(201.86)	-
<b>IX Profit / (Loss) before tax (VII-VIII)</b>		<b>292.38</b>	<b>154.59</b>
X Tax expense:			
(1) Current tax	22	3.57	18.39
(2) Deferred tax charge / (credit)	9,22	35.53	(1.20)
(3) Short / (Excess) provision for tax (earlier years)	22	0.44	(0.12)
		<b>39.54</b>	<b>17.07</b>
<b>XI Profit / (Loss) for the year (IX-X)</b>		<b>252.84</b>	<b>137.52</b>
XII Other Comprehensive Income	35		
A (i) Items that will not be reclassified subsequently to profit or loss			
- Remeasurement of the net defined benefit plan		10.15	1.38
- Equity instruments through other comprehensive income		-	-
(ii) Income tax (expense) / credit relating to items that will not be reclassified to profit or loss			
- Remeasurement of the net defined benefit plan		(2.55)	-
- Equity instruments through other comprehensive income (net)		-	-
B (i) Items that will be reclassified to profit or loss			
- Foreign currency translation difference		4.39	(7.22)
- Gain / (Loss) on cash flow hedge		-	(1.13)
(ii) Income tax relating to items that will be reclassified to profit or loss			
- Foreign currency translation difference		-	-
- Gain / (Loss) on cash flow hedge		-	-
<b>Total of Other Comprehensive Income / (loss)</b>		<b>11.99</b>	<b>(6.97)</b>
<b>XIII Total Comprehensive Income / (loss) for the year (XI+XII)</b>		<b>264.83</b>	<b>130.55</b>
<b>XIV Earnings per equity share (face value of ₹ 2 each)</b>	44		
(1) Basic		35.91	19.53
(2) Diluted		35.85	19.47
<b>Material accounting policies &amp; notes</b>	<b>1-62</b>		

## Notes to Accounts form an integral part of consolidated financial statements

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

## For and on behalf of the Board of Directors

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Consolidated Statement of Changes in Equity for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

## A. Equity Share Capital

Particulars	2025-2026		2024-2025	
	No. of Shares	Amount (₹ in crores)	No. of Shares	Amount (₹ in crores)
Shares outstanding as at the beginning of the year	7,04,05,750	14.08	7,04,05,750	14.08
Add: Shares allotted under ESOP during the year	-	-	-	-
Shares outstanding as at the end of the year	7,04,05,750	14.08	7,04,05,750	14.08

## B. Other Equity

(₹ in crores)

Particulars	Employee stock options outstanding account	Reserves and Surplus					Other Comprehensive Income (OCI)			Total
		Securities Premium	Capital Reserve	Capital Redemption Reserve	Fair Value Adjustment Reserve	Retained Earnings	Remeasurements of defined benefit plans	Gain / (Loss) on cash flow hedge	Exchange differences on translating the financial statements of a foreign operation	
<b>Balance as at 31st March 2024</b>	<b>3.06</b>	<b>1.33</b>	<b>55.16</b>	<b>12.46</b>	<b>44.20</b>	<b>2,315.77</b>	<b>(6.89)</b>	<b>(0.25)</b>	<b>(0.62)</b>	<b>2,424.22</b>
Profit / (Loss) for the year	-	-	-	-	-	137.52	-	-	-	137.52
Due to business combination (refer note 50)	-	-	(93.71)	-	(26.61)	-	-	-	-	(120.32)
Other Comprehensive Income for the year	-	-	-	-	-	-	1.38	(1.13)	(7.22)	(6.97)
Recognition of share-based payment (ESOP) (net)	2.06	-	-	-	-	-	-	-	-	2.06
Transfer to retained earnings	-	-	-	-	(2.89)	2.89	-	-	-	-
<b>Balance as at 31st March 2025</b>	<b>5.12</b>	<b>1.33</b>	<b>(38.55)</b>	<b>12.46</b>	<b>14.70</b>	<b>2,456.18</b>	<b>(5.51)</b>	<b>(1.38)</b>	<b>(7.84)</b>	<b>2,436.51</b>
Profit / (Loss) for the year	-	-	-	-	-	252.84	-	-	-	252.84
Ireland adjustments due to sale	-	-	-	-	-	-	-	-	1.21	1.21
Other Comprehensive Income for the year	-	-	-	-	-	(1.38)	7.60	1.38	4.39	11.99
Recognition of share-based payment (ESOP) (net)	0.81	-	-	-	-	-	-	-	-	0.81
<b>Balance as at 31st March 2026</b>	<b>5.93</b>	<b>1.33</b>	<b>(38.55)</b>	<b>12.46</b>	<b>14.70</b>	<b>2,707.64</b>	<b>2.09</b>	<b>-</b>	<b>(2.24)</b>	<b>2,703.36</b>
<b>Material accounting policies &amp; notes</b>	<b>1 - 62</b>									

### Notes to Accounts form an integral part of consolidated financial statements

**Employee stock options outstanding account:** The fair value of the equity-settled share based payment transactions with employees is recognised in statement of profit and loss with corresponding credit to Employee Stock Options Outstanding Account.

**Securities Premium:** The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium. The utilisation of securities premium is in accordance with the Section 52 of the Companies Act, 2013.

**Capital Reserve:** It represents difference arising on account of business acquisition in case of common control. The reserve is not available for distribution. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013. Refer note no. 50

**Capital Redemption Reserve:** The Holding Company had recognised capital redemption reserve on buyback of equity shares from its retained earnings. The amount in capital redemption reserve is equal to nominal amount of the equity shares bought back. This reserve will be utilised in accordance with the Section 69 of the Companies Act, 2013. It also includes capital redemption reserve of a subsidiary.

**Fair Value Adjustment Reserve:** It represents reserve towards intangible assets (ANDA's) in regard to business acquisition as elaborated in note 50 of the consolidated financial statement. Further as per Ind AS 38, the proportionate amount of amortization of intangible assets is transferred to Retained Earnings. Also refer note 3 (ix).

#### Other Comprehensive Income:

a) The reserve represents the remeasurement gains / (losses) arising from the actuarial valuation of the defined benefit obligations of the Holding Company. The remeasurement gains / (losses) are recognised in other comprehensive income and accumulated under this reserve within equity. The amounts recognised under this reserve are not reclassified to profit or loss.

b) The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. During the year ended 31st March 2026, the cumulative gain or loss arising on the changes of the fair value of the designated portion of the hedging instruments that are recognized and accumulated under the cash flow hedge reserve have been reclassified to profit or loss.

c) Equity instrument through OCI represents changes in fair value of equity instruments which are measured at fair value through OCI, net of taxes. The amounts recognised under this reserve are not reclassified to profit or loss. However, it may be transferred to retained earnings on realisation.

d) Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income and accumulated in separate reserve within equity. The cumulative amount is reclassified to profit or loss when the investment is disposed-off.

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

**For and on behalf of the Board of Directors**

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Consolidated Statement of Cash Flows for the year ended 31st March 2026

CIN: L99999MH1962PLC012451

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
<b>A. Cash Flow from Operating Activities</b>		
<b>Net Profit / (loss) before tax</b>	<b>292.38</b>	<b>154.59</b>
Adjustments:		
Depreciation / amortisation expense	125.12	124.56
Loss / (profit) on sale / discard of property, plant and equipment (net)	(274.29)	(0.95)
Impairment loss on property, plant and equipment	3.29	-
Unrealised exchange difference (gain) / loss (net)	(5.88)	4.01
Gain on sale of subsidiary	(1.99)	-
Rent income *	(0.03)	-
Finance cost	31.47	21.03
Provision for doubtful debts, loans, advances & deposits (net)	(1.11)	1.41
Share-based payment to employees	0.81	2.12
Fair value (gain) / loss on investments (net)	(2.34)	0.68
Net (gain) / loss on sales of shares and mutual funds	-	(0.02)
Bad debts written off	0.42	-
Interest income	(5.30)	(2.85)
Sundry balances written off / (written back)	(1.47)	(1.29)
Interest on European commission fine	58.26	-
Dividend income *	-	-
<b>Operating Profit / (Loss) before working capital changes</b>	<b>219.34</b>	<b>303.29</b>
Working capital Adjustments:		
Trade receivables and other assets	(20.88)	(39.04)
Inventories	13.77	(252.48)
Trade payable and other liabilities	(201.02)	(2.37)
	(208.13)	(293.89)
Cash Generated from / (used in) operations	11.21	9.40
Direct taxes refund received / (payment made)	(7.57)	(16.42)
<b>Net Cash Flow from / (used in) Operating Activities A</b>	<b>3.64</b>	<b>(7.02)</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of property, plant and equipment including Capital WIP	(123.04)	(137.36)
Proceeds from sale of property, plant and equipment and intangible assets	282.64	2.17
Purchase consideration paid towards business combination	-	(84.45)
Sale / (purchase) of current investment (net)	-	1.36
Proceeds from sale of investment in subsidiary	4.00	-
Rent received *	0.03	-
(Increase) / decrease in escrow bank accounts & fixed deposits	22.83	(24.64)
Interest received	5.60	1.69
Dividend received *	-	-
<b>Net Cash Flow from / (used in) Investing Activities B</b>	<b>192.06</b>	<b>(241.23)</b>
<b>C. Cash Flow from Financing Activities</b>		
Increase / (decrease) in working capital borrowings (net)	75.33	184.84
Receipt of term loan from bank	-	50.39
Repayments of term loan to bank	(41.88)	(25.66)
Payments of lease liabilities	(6.29)	(5.90)
Finance cost paid	(24.93)	(19.57)
Dividend paid (transferred to Investor Education and Protection Fund)	(0.37)	(0.34)
<b>Net Cash Flow from / (used in) Financing Activities C</b>	<b>1.86</b>	<b>183.76</b>
<b>Net (Decrease) / Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>197.56</b>	<b>(64.49)</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>89.58</b>	<b>154.75</b>
Effect of fair value gain / (loss) on liquid mutual funds	2.34	(0.68)
<b>Cash and Cash Equivalents at end of the year</b>	<b>289.48</b>	<b>89.58</b>
<b>Material accounting policies &amp; notes</b>	<b>1- 62</b>	

\* Amount less than ₹ 0.5 lakhs

Notes: 1. Changes in financing liabilities arising from cash and non cash changes

(₹ in crores)

Particulars	1st April 2025	Cash inflows / (outflows)	Non cash changes	31st March 2026
Borrowings - non cash changes arising out of exchange rate fluctuations	429.97	33.45	5.36	468.78
Lease liabilities - non cash changes arising out of unwinding & additions of liabilities	29.80	(6.29)	7.86	31.37
Particulars	1st April 2024	Cash inflows / (outflows)	Non cash changes	31st March 2025
Borrowings - non cash changes arising out of exchange rate fluctuations	219.15	209.57	1.25	429.97
Lease liabilities - non cash changes arising out of unwinding & additions of liabilities	28.37	(5.90)	7.33	29.80

## Notes to Accounts form an integral part of consolidated financial statements

As per our report of even date attached

**For N. A. Shah Associates LLP**

Chartered Accountants

Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**

Partner

Membership No.: 118991

Place: Mumbai

Date: 22nd May 2026

## For and on behalf of the Board of Directors

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

Head - Legal & Company Secretary (Membership no. ACS 14177)

# Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

## 1. Group information

The consolidated financial statements comprise the financial statements of Unichem Laboratories Limited (the Holding Company) and the following wholly owned subsidiaries and associate (together referred to as “the Group”):

Name of Entity	Country of Incorporation*	Principal Activities
<b>Subsidiaries (having 100% of ownership interest)</b>		
Niche Generics Limited	United Kingdom	Pharmaceuticals
Unichem SA Pty Ltd.	South Africa	Pharmaceuticals
Unichem Pharmaceuticals (USA) Inc.	United States of America	Pharmaceuticals
Unichem Farmaceutica Do Brasil Ltda	Brazil	Pharmaceuticals
Unichem Laboratories Limited (Ireland) (upto 30th April 2025)	Ireland	Pharmaceuticals
Unichem China Pvt. Ltd.	China	Pharmaceuticals
<b>Associate</b>		
Synchron Research Services Pvt. Ltd. (Proportion of equity holding – 32.11%)	India	Technical Testing and Analysis Services

\* Principal place of business is same as country of incorporation.

Equity Investment in ‘Synchron Research Services Pvt. Ltd.’ is accounted as per Ind AS 28 - Investments in Associates and joint ventures, although the Holding Company does not exercise any significant influence over the operations of investee.

The consolidated financial statements of the Group for the year ended 31st March 2026 were approved and adopted by the Board of Directors in their meeting dated 22nd May 2026.

## 2. Material accounting policies

### 2.1. Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended for rules issued thereafter, the provisions of the Companies Act, 2013 (“the Act”) and guidelines issued by the Securities and Exchange Board of India.

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. Further, in accordance with the amendments to the Companies (Indian Accounting Standards) Rules, 2023, the Company has disclosed material accounting policies as against the significant accounting policies. Considering the nature of transactions and business operation of the Company, accounting policies related to discontinued operations, investment property and share capital are not forming part of material accounting policies.

### 2.2. Basis of preparation and presentation

These consolidated financial statements have been prepared on the historical cost convention and on accrual basis except for the following assets and liabilities which have been measured at fair value:

- i. Certain financial assets and liabilities (including derivative instruments);
- ii. Defined benefit plans – plan assets;
- iii. Equity settled share based payments;
- iv. Assets held for sale

The financial statements are in accordance with Division II of Schedule III to the Act, as applicable to the Holding Company.

### 2.3. Basis of Consolidation

- i) The Holding Company consolidates all entities which it controls. Control is established when the Holding Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has ability to affect the entity’s returns by using its power over the entity.

- ii) The Holding Company reassesses 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 listed above. Profit or loss and each component of other comprehensive income are attributed to the owners of the Holding Company.
- iii) Profit or loss and each component of other comprehensive income are attributed to the owners of the Holding Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Holding Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.
- iv) Where the cost of the investment is higher than the share of equity in the subsidiary at the time of acquisition, the resulting difference is treated as goodwill. Where the cost of the equity is lower than the share of equity in the subsidiary, the difference is treated as capital reserve.
- v) The financial statements of the Holding Company and its subsidiaries are combined on a line-by-line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- vi) Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full. Tax impact is given for the intra-group eliminations wherever applicable.
- vii) In case of subsidiaries, revenue items are converted at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve in 'other equity'.
- viii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- ix) Investment in associates where the Holding Company holds more than 20% of equity and/or having significant influence, are accounted for using equity method as per Ind AS 28 - Investments in Associates and joint ventures.
- x) The Holding Company accounts for its share of post-acquisition changes in net assets of associates, after eliminating unrealised profits and losses resulting from transactions between the Holding Company and its associates to the extent of its share, to the extent such change is attributable to the associates' statement of profit and loss.
- xi) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

#### **2.4. Current and non-current classification**

All assets and liabilities are presented in the Balance Sheet based on current or non-current classification as per Group's normal operating cycle and other criteria set out in Division II of Schedule III of the Act.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation, the Group has ascertained its operating cycle as twelve months for the purpose of current / non-current classification of assets and liabilities.

#### **2.5. Functional currency and presentation of currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the Holding Company operates ('the functional currency'). The financial statements are presented in Indian Rupee, which is the Holding Company's functional and presentation currency. All amounts are rounded off to the nearest rupees in crores. The functional currency of foreign subsidiaries is the currency of the primary economic environment in which the entity operates.

#### **2.6. Use of significant accounting estimates, judgements and assumptions**

The preparation of the financial statements requires the management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported balances of assets and liabilities, disclosure of contingent liabilities and assets as on the date of financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below:

- i) Estimation of useful life of Property, plant and equipment (refer note no. 2.9 and 3)
- ii) Estimation of useful life of intangible assets (refer note no. 2.11 and 3)
- iii) Impairment of goodwill (refer note no. 2.12 and 3)
- iv) Impairment of Property, plant and equipment and Capital work-in-progress (refer note no. 2.14 and 3)
- v) Estimation of provisions and contingent liabilities (refer note no. 2.19, 21, 28, 36, 37 and 38)
- vi) Estimation of defined benefit plan and other long-term benefits (refer note no. 2.20, 21, 28 and 47)
- vii) Fair value measurement and impairment of financial instruments (refer note no. 2.29 and 51)
- viii) Recognition of "Right of use" of assets as per the requirement of Ind AS 116 (refer note no. 2.17, 4, 20 and 46)

## 2.7. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is recognised on satisfaction of performance obligation as per contract and upon transfer of control of products to customers.

Revenue is measured at the transaction price that is allocated to that performance obligation. Amounts disclosed as revenue are net of other indirect taxes, discounts, rebates, expiry claims and sales returns.

Income from services including commission income, product development revenue and licence fees income is recognised when the services are rendered or when contracted milestones have been achieved and is recorded net of indirect taxes.

Export benefits are recognised as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Interest income on financial assets is recognised using the effective interest rate.

Dividend income is recognised when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of dividend can be measured reliably.

## 2.8. Taxes

Income Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years that may become necessary due to certain developments or reviews during the relevant period. In respect of amounts adjusted outside the statement of profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted in other comprehensive income or in equity and not in the statement of profit or loss.

### Current tax

Provision for current tax is made as per the provisions of governing tax laws. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where applicable.

Current tax assets and current tax liabilities are offset when there is legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

### 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 assets and liabilities are measured at the tax rates that are expected to apply in the year 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. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date.

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 taxation authority.

Deferred tax assets are recognized 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, except when the deferred tax asset relating to the deductible temporary difference arises from the initial

recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss. In situations where the Group has unused tax losses and unused tax credits, deferred tax assets are recognised only if it is probable that they can be utilized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each Balance Sheet date.

Deferred tax liabilities are recognized for all taxable temporary differences, except-when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax liabilities arising out of temporary differences associated with investment in subsidiaries and associates, are not recognised when the Holding Company can control the timing of the reversal of temporary difference and it is probable that the temporary difference will not reverse in foreseeable future.

For units which enjoy tax holiday benefit, deferred tax assets and liabilities have been provided for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

**2.9. Property, plant and equipment (tangible assets) and depreciation**

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Gross carrying amount of all property, plant and equipment are measured using cost model.

Cost of an item of property, plant and equipment includes purchase price including non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and the present value of the expected cost for the dismantling / decommissioning of the asset.

Cost for subsequent additions comprises the purchase price and any other attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditures are added to its gross book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

The Group identifies and determines cost of each component / part of the plant and equipment separately, if the component / part has a cost which is significant to the total cost of the plant and equipment and has useful life that is materially different from that of the remaining plant and equipment.

Pre-operation expenses and trial runs (net of revenue) and borrowing costs directly attributable to the cost of construction of the qualifying asset are treated as part of the project cost and are capitalized / allocated to the cost of asset in the year in which the project is completed. Administrative and other expenses which are not directly related to construction are charged to the consolidated statement of profit and loss.

Gains or losses arising from de-recognition of tangible property, plant and equipment are recognised in the consolidated statement of profit and loss.

Depreciation is provided on all assets (other than free hold land and capital work-in-progress) using Straight-Line method based on the respective estimate of useful lives.

The management believes that useful lives currently used is as prescribed under Part C of Schedule II to the Indian Companies Act, 2013, fairly reflect its estimate of the useful lives and residual values of property, plant and equipment.

Estimated useful lives of Property, plant and equipment are as follows:

Nature of assets	Useful life
Factory buildings on leasehold land	Lower of 30 years or balance lease period
Buildings on freehold land	30 to 60 years
Roads	3 to 10 years
Plant and equipment [other than below]	10* to 15 years *in case of one subsidiary it is 3 years
Plant and equipment [continuous processing assets and other special equipment's related to Pharma industry]	20 to 25 years
Furniture and fixture	5 to 10 years
Vehicles	8 years
Office equipment	3 to 5 years

The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in estimates accounted for on a prospective basis.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under "Other non-current assets". Cost of assets under construction / acquisition / not put to use at the Balance Sheet date are disclosed under "Capital work-in-progress".

**2.10. Investment in Associates**

Associates are those entities over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the entities but is not control or joint control over those policies.

When a Group entity transacts with an associate of the Group, profits and losses resulting from the transactions with the associate are recognised in the Group's consolidated financial statements only to the extent of interest in the associate that are not related to the Group.

The results, assets and liabilities of associates are incorporated in these consolidated financial statements using the equity method of accounting, under which an investment in an associate is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate. When the Group's share of losses of an associate exceeds its interest in that associate, the carrying amount of that interest (including any long-term investments) is reduced to zero and the recognition of further losses is discontinued.

**2.11. Intangible Assets and amortization**

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. Intangible assets comprise computer software/ licenses [other than standalone software / licenses] which are fully amortised during the year of capitalisation. The estimated useful life of intangible assets is reviewed at the end of each reporting period and change in estimates if any are accounted for on a prospective basis.

Other standalone software / licenses cost are fully charged off to statement of profit and loss in the year of expenditure. These software /licenses are for administrative purposes.

The management has estimated the economic useful life for intangible assets as follows:

Nature of assets	Useful life
Product Licenses	Up to 6 years

**2.12. Goodwill**

Goodwill represents the excess of the consideration paid to acquire a business over the underlying fair value of the identified assets acquired. Goodwill is carried at cost less accumulated impairment losses, if any. Goodwill is deemed to have an indefinite useful life and is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

**2.13. Non-Current assets / liabilities held for sale**

Non-current assets / liabilities are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits and financial assets which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale.

Non-current assets and liabilities classified as held for sale are presented separately from the other assets and liabilities in the balance sheet.

## 2.14. Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date for any indication of impairment based on internal / external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of a) fair value of assets less cost of disposal and b) its value in use. Value in use is the present value of future cash flows expected to derive from an asset or Cash-Generating Unit (CGU).

Based on the assessment done at each balance sheet date, recognised impairment loss is further provided or reversed depending on changes in circumstances. After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on a systematic basis over its remaining useful life. If the conditions leading to recognition of impairment losses no longer exist or have decreased, impairment losses recognised are reversed to the extent it does not exceed the carrying amount that would have been determined after considering depreciation / amortisation had no impairment loss been recognised in earlier years.

## 2.15. Research and development expenditure

Revenue expenditure pertaining to research is charged to the statement of profit and loss. Development costs of products are also charged to the statement of profit and loss unless a product's technical feasibility has been established, in which case such expenditure is capitalized.

Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
- Its intention to complete and its ability and intention to use or sell the asset.
- How the asset will generate future economic benefits.
- The availability of resources to complete the asset.
- The ability to measure reliably the expenditure during development.

The amount capitalized comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Property, plant and equipment utilized for research and development are capitalized and depreciated in accordance with the policies stated for Property, plant and equipment and depreciation.

## 2.16. Foreign currency transactions

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary items are translated at closing exchange rate. Exchange difference arising on settlement or translation of foreign currency monetary items are recognised as income or expense in the year in which they arise.

Foreign currency non-monetary items which are carried at historical cost are reported using the exchange rate at the date of transaction. Foreign currency non-monetary items which are measured at fair value are reported using the exchange rate at the date when the fair value is determined. Exchange difference arising on fair valuation of non-monetary items is recognised in line with the gain or loss of item that give rise to such exchange difference (i.e. translation differences on items whose gain or loss is recognised in statement of profit and loss or other comprehensive income is also recognised in the statement of profit and loss or other comprehensive income respectively).

## 2.17. Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group has elected not to recognise right of use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.

The Group recognises a right of use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprise of the initial amount of the lease liability adjusted for any lease payments

made at or before the commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.

The right of use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right of use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right of use asset unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right of use asset reflects that the Group will exercise a purchase option. In that case the right of use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. The estimated useful lives of right of use assets are determined on the same basis as those of property, plant and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

## 2.18. Inventories

Inventories consists of raw materials, packing materials, stores and spares, stock-in-trade, work-in-progress and finished goods. Inventories of raw material, packing material, stores and spares are valued at cost and other inventories are valued at lower of cost and net realisable value after providing for obsolete / slow moving items. Cost is determined on weighted average basis.

Cost includes cost of purchase, non-refundable taxes and other costs / overheads incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. However, 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 used are expected to be sold at or above cost.

## 2.19. Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk 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. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised and disclosed only when an inflow of economic benefits is probable.

## 2.20. Employee benefits

### i) Short-term employee benefit

All employee benefits falling due wholly within twelve months after the end of the reporting period are classified as short-term employee benefits and they are recognised as an expense at the undiscounted amount in the statement of profit and loss in the period in which the employee renders the related service.

**ii) Post-employment benefits****a. Defined contribution plan**

The Group contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution.

Certain employees of the Holding Company are participants in superannuation plan. The Holding Company has no further obligations to the superannuation plan beyond its monthly contributions which are periodically contributed to "Unichem Laboratories Limited Employees Superannuation Fund Trust", the corpus of which is invested with the Life Insurance Corporation of India.

The Group's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

**b. Defined benefit plan**

The Holding Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Holding Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations. The Holding Company fully contributes all ascertained liabilities to "Unichem Laboratories Limited Employees Gratuity Fund Trust", the corpus of which is invested with the Life Insurance Corporation of India.

The current service cost and interest on the net defined benefit liability / (asset) is recognised in the statement of profit and loss. Past service cost are immediately recognised in the statement of profit and loss. Actuarial gains and losses net of deferred taxes arising from experience adjustment and changes in actuarial assumptions are recognised in other comprehensive income and are not reclassified to statement of profit and loss in subsequent periods. Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

**iii) Other long-term benefits**

The Holding Company has other long-term benefits in the form of leave benefits. The present value of the obligation is determined based on actuarial valuation using the projected unit credit method carried out by independent actuary. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations. Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense. Gains or losses on the curtailment or settlement of other long-term benefits are recognised when the curtailment or settlement occurs.

In case of a subsidiary (Niche Generics Limited), employees who have completed specified years of service are eligible for a death benefit plan wherein a defined amount would be paid to the survivors of the employee in the event of their death while in service with the subsidiary. To fulfil the subsidiary's obligation for the above-mentioned plan, the subsidiary has taken term policy from an insurance company. The annual premium for insurance cover is recognised in the profit and loss account.

**2.21. Equity settled share-based payments**

Equity-settled share-based payments to employees are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black-Scholes-Merton option pricing model. In case the options are granted to employees of the Holding Company and Subsidiary Company, the fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the Holding Company's estimate of options that will eventually vest, with a corresponding increase in equity.

The dilutive effect of outstanding options is reflected in determining the diluted earnings per share.

The amounts recorded in share options outstanding account are transferred to securities premium upon exercise of stock options and transferred to the general reserve on account of stock options not exercised by

employees/surrendered by the employees.

### 2.22. Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Operating Segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the CODM, in deciding how to allocate resources and assessing performance.

### 2.23. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds. To the extent that the Group borrows funds specifically for the purpose of obtaining a qualifying asset, the Group shall determine the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of those borrowings.

### 2.24. Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with its conditions.

Government grants relating to income are recognised in the statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate.

In case of Exports Promotion Capital Goods (EPCG) scheme, government grants is recognized by deducting grant to arrive at the carrying amount of the assets.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the fair value of the loan and the proceeds received.

### 2.25. Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Holding Company's Board of Directors.

### 2.26. Earnings per equity share

The Basic earnings per equity share is computed by dividing the net profit after tax for the year attributable to the equity shareholders of the Holding Company by weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share are computed by dividing the net profit attributable to equity holders of the Holding Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless issued at a later date.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, share split, etc.

### 2.27. Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, net of outstanding bank overdrafts, if any, as they are considered an integral part of the Group's cash management.

### 2.28. Cash flow statement

Cash Flows are reported using Indirect Method, whereby profit for the year is adjusted for the effects of transactions of

a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

## 2.29. 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 and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value except for trade receivables that are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

### Effective interest method:

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

### Financial assets:

#### Cash and bank balances

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term highly liquid investments / mutual funds (with zero exit load at the time of investment) that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Other bank balances includes balances and deposits with bank that are restricted for withdrawal and usage.

#### Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

In respect of equity investments (other than joint ventures) which are not held for trading, the Group has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of such equity instruments. Such an election is made by the Group on an instrument-by-instrument basis at the time of initial recognition of such equity investments. Amounts presented in other comprehensive income shall not be subsequently transferred to profit or loss. However, cumulative gain or loss may be transferred within equity.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

#### Impairment of financial assets

The Group recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit and loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. 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 is recognised as an impairment gain or loss in profit or loss.

**De-recognition of financial assets**

The Group de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the assets and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

**Financial liabilities and equity instruments****Classification as debt or equity**

Financial liabilities and equity instruments issued by the Holding Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Holding Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

**Financial liabilities**

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans and overdrafts are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

**De-recognition of financial liabilities**

The Group de-recognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

**Derivative financial instruments and hedge accounting****Initial recognition and subsequent measurement**

The Company uses derivative financial instruments such as forward currency contracts, interest rate swaps to hedge its foreign currency risks, interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The purchase contracts that meet the definition of a derivative under Ind AS 109 are recognised in the Statement of Profit and Loss.

**Cash flow hedge**

The company designates certain foreign exchange forward and options contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the Statement of Profit and Loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the Statement of Profit and Loss.

**2.30. Business Combination**

Business Combination has been accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The cost of an acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is

transferred to the Company. The cost of acquisition also includes fair value of any contingent considerations. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at the fair value on the date of acquisition. Transaction costs that the Company incurs in connection with a business combination are expensed as incurred.

Business combinations arising from transfers of interests in entities that are under the common control are accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts and no adjustments are made to reflect their fair values or recognise any new assets or liabilities. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in capital reserve and presented separately from other capital reserves. If the initial accounting for a business combination is incomplete by the end of reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amount recognised at that date. Goodwill/capital reserve arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

### 2.31. Recent 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. In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, effective from April 1, 2026, clarify the classification of liabilities as current or non-current, including liabilities subject to covenants. The amendments specify that classification is based on rights existing at the reporting date, unaffected by management’s expectations, and that the right to defer settlement for at least twelve months must exist and have substance as at that date. They also require additional disclosures where liabilities are subject to covenants to be complied with after the reporting period. Based on its assessment, the Company does not expect any material impact on the classification of its liabilities
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it is not applicable.

3 PROPERTY, PLANT & EQUIPMENT

(₹ in crores)

Particulars	Property, Plant & Equipment							Goodwill	Other Intangible Assets		Total intangible assets	Capital work-in-progress
	Freehold land	Buildings	Plant & equipment	Furniture & fixture	Vehicles	Office equipment	Total		Software licenses	Product licenses		
<b>Gross carrying value, at cost</b>												
<b>As at 31st March 2024</b>	<b>3.78</b>	<b>510.81</b>	<b>1,157.32</b>	<b>18.16</b>	<b>2.28</b>	<b>13.01</b>	<b>1,705.36</b>	<b>1.55</b>	<b>4.34</b>	<b>133.19</b>	<b>139.08</b>	<b>122.71</b>
Additions	-	43.57	149.74	0.85	1.58	0.72	196.46	-	-	-	-	126.28
Transferred to assets held for sale (refer note 5)	0.03	4.70	0.68	-	-	0.32	5.73	-	-	7.01	7.01	-
Disposal and Exchange gain/(loss)	-	(0.17)	5.43	1.02	0.04	0.02	6.34	-	(0.01)	103.80	103.79	-
Capitalisation	-	-	-	-	-	-	-	-	-	-	-	218.32
<b>As at 31st March 2025</b>	<b>3.75</b>	<b>549.85</b>	<b>1,300.95</b>	<b>17.99</b>	<b>3.82</b>	<b>13.39</b>	<b>1,889.75</b>	<b>1.55</b>	<b>4.35</b>	<b>22.38</b>	<b>28.28</b>	<b>30.67</b>
Additions	-	4.11	34.49	0.19	-	0.27	39.06	-	0.01	-	0.01	108.24
Transferred from assets held for sale	-	-	0.02	-	-	-	0.02	-	-	-	-	-
Disposal and Exchange gain/(loss)	-	14.22	25.90	0.32	-	0.42	40.86	-	-	6.68	6.68	-
Capitalisation	-	-	-	-	-	-	-	-	-	-	-	38.77
<b>As at 31st March 2026</b>	<b>3.75</b>	<b>539.74</b>	<b>1,309.56</b>	<b>17.86</b>	<b>3.82</b>	<b>13.24</b>	<b>1,887.97</b>	<b>1.55</b>	<b>4.36</b>	<b>15.70</b>	<b>21.61</b>	<b>100.14</b>
<b>Accumulated Depreciation / Amortisation / Impairment</b>												
<b>As at 31st March 2024</b>	-	<b>113.23</b>	<b>443.71</b>	<b>10.33</b>	<b>1.92</b>	<b>10.97</b>	<b>580.16</b>	-	<b>4.34</b>	<b>76.83</b>	<b>81.17</b>	-
Charge for the year - Depreciation & amortisation	-	18.39	85.68	1.18	0.10	0.79	106.14	-	-	11.23	11.23	-
Transferred to assets held for sale (refer note 5)	-	2.62	0.07	-	-	0.31	3.00	-	-	7.01	7.01	-
Disposal and Exchange gain/(loss)	-	(0.77)	4.68	0.85	0.03	(0.23)	4.56	-	(0.01)	77.37	77.36	-
<b>As at 31st March 2025</b>	-	<b>129.77</b>	<b>524.64</b>	<b>10.66</b>	<b>1.99</b>	<b>11.68</b>	<b>678.74</b>	-	<b>4.35</b>	<b>3.68</b>	<b>8.03</b>	-
Charge for the year - Depreciation & amortisation	-	18.58	90.62	1.18	0.25	0.72	111.35	-	0.01	6.57	6.58	-
Disposal and Exchange gain/(loss)	-	12.78	24.48	0.38	-	0.38	38.02	-	-	1.88	1.88	-
<b>As at 31st March 2026</b>	-	<b>135.57</b>	<b>590.78</b>	<b>11.46</b>	<b>2.24</b>	<b>12.02</b>	<b>752.07</b>	-	<b>4.36</b>	<b>8.37</b>	<b>12.73</b>	-
<b>Net book value</b>												
<b>As at 31st March 2026</b>	<b>3.75</b>	<b>404.17</b>	<b>718.78</b>	<b>6.40</b>	<b>1.58</b>	<b>1.22</b>	<b>1,135.90</b>	<b>1.55</b>	-	<b>7.33</b>	<b>8.88</b>	<b>100.14</b>
<b>As at 31st March 2025</b>	<b>3.75</b>	<b>420.08</b>	<b>776.31</b>	<b>7.33</b>	<b>1.83</b>	<b>1.71</b>	<b>1,211.01</b>	<b>1.55</b>	-	<b>18.70</b>	<b>20.25</b>	<b>30.67</b>

Notes:

- Capital work-in-progress includes ₹ 12.64 crores (P.Y. ₹ 19.60 crores) on account of cost of construction.
- The amount of capital commitment disclosed in note 38(a).
- Certain property, plant and equipment were hypothecated / mortgaged as security for borrowing as disclosed under note 39.
- The Group tests goodwill for impairment annually and provides for impairment if the carrying amount of goodwill exceeds its recoverable amount. The recoverable amount is determined based on "value in use" calculations which is calculated as the net present value of forecasted cash flows of cash generating unit (CGU) to which the goodwill is related. Key assumptions are as follows:
  - Projected cash flows.
  - Long term growth rate depending on macro-economic growth factors.
  - Discount rate reflecting current market assessment of the risks specific to the CGU.
- Addition to property, plant and equipment and CWIP includes ₹ 8.46 crores (P.Y. ₹ 2.81 crores) being expenditure on Research and Development as under:

(₹ in crores)

Assets Description	2025-2026	2024-2025
Buildings	0.37	-
Plant and Machinery	7.38	0.77
Office Equipment	0.03	0.01
Capital Work- in- Progress	0.68	2.03
<b>Total</b>	<b>8.46</b>	<b>2.81</b>

vi. Ageing of Capital work-in-progress:

CWIP ageing schedule as at 31st March 2026

(₹ in crores)

	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	63.48	28.39	0.23	8.04	<b>100.14</b>
Projects temporarily suspended	-	-	-	-	-

Closing CWIP as at 31st March 2026, mainly includes manufacturing facility at Pithampur (Phase II) which is expected to capitalize in next year.

Completion Schedule in respect of Capital Work-in Progress (CWIP) as at 31st March 2026, whose completion is overdue or has exceeded its cost compared to its original plan is as under

(₹ in crores)

	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>1. Projects in progress</b>					
i) Pithampur Phase II expansion	89.33	-	-	-	89.33
ii) Various projects costing less than ₹ 10 crores at plant locations.	3.70	-	-	-	3.70
<b>Total</b>	<b>93.03</b>	-	-	-	<b>93.03</b>
<b>2. Projects Temporarily suspended:</b>					
i) Various small projects	-	-	-	-	-
<b>Total</b>	-	-	-	-	-
<b>Grand Total</b>	<b>93.03</b>	-	-	-	<b>93.03</b>

CWIP ageing schedule as at 31st March 2025

(₹ in crores)

	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	11.59	2.18	0.01	16.89	30.67
Projects temporarily suspended	-	-	-	-	-

Closing CWIP as at 31st March 2025, mainly includes manufacturing facility at Pithampur (Phase II)

vii. Depreciation charged to P&L account:

(₹ in crores)

Particulars	2025-2026	2024-2025
Property, Plant and Equipment	111.35	106.14
Other Intangible Assets	6.58	11.23
Right of use assets	7.19	7.19
<b>Total</b>	<b>125.12</b>	<b>124.56</b>

viii. Borrowing cost:

(a) In accordance with Ind AS 23, the borrowing cost of ₹ Nil (P.Y. ₹ 0.89 crores) is capitalised to property, plant and equipment (mainly building, plant & machinery).

(b) The rate used to determine the amount of borrowing costs eligible for capitalisation is Nil (P.Y. 8.65%).

ix. Intangible Assets:

During the year ended 31st March 2025, the company had purchased nine (9) ANDAs from Bayshore LLC (step - down subsidiary of its Parent Company i.e. Ipca Laboratories Ltd.) at the fair value of ₹ 22.38 crores. These ANDAs were amortised over the remaining useful life as per the financial statements of the Bayshore LLC. The corresponding fair valuation reserve amounting to ₹ 17.59 crores was also recognized in this respect and transferred to retained earnings in proportion to the amortisation value in 31st March 2025. The range of remaining period of amortisation as at 31st March 2026 is from 1 to 5 years (P.Y. 1 to 6 years).

#### 4 RIGHT OF USE ASSETS

Following are the changes in the carrying value of right of use assets:

(₹ in crores)

Particulars	Category of ROU assets					
	2025-2026			2024-2025		
	Leasehold Land	Buildings	Total	Leasehold Land	Buildings	Total
<b>Opening Balance</b>	<b>46.65</b>	<b>21.66</b>	<b>68.31</b>	<b>48.49</b>	<b>20.80</b>	<b>69.29</b>
Additions	-	4.34	4.34	-	5.23	5.23
Deletions / Exchange gain / (loss)	-	2.34	2.34	-	0.98	0.98
Depreciation	(1.84)	(5.35)	(7.19)	(1.84)	(5.35)	(7.19)
<b>Closing Balance</b>	<b>44.81</b>	<b>22.99</b>	<b>67.80</b>	<b>46.65</b>	<b>21.66</b>	<b>68.31</b>

Refer note 46

The Group holds leasehold land and building against which there is annual payment over the lease period which is in range of 22-78 years and 1-5 years respectively which is non-cancellable. The terms and conditions includes extension of the lease period subject to fulfilment of the conditions as per lease agreements.

#### 5 NON CURRENT ASSETS AND LIABILITIES HELD FOR SALE

5.1 The Company had classified its Investment Property as held for sale since FY 21-22. This is valued at the lower of its carrying amount and fair value less cost to sell. The fair value of the property is not readily available, however, based on the management and market assessment, the fair value would be higher than carrying value of the assets. During the year ended 31st March 2026, the carrying value of such Property is ₹ 3.22 crores (P.Y. ₹ 3.28 crores) after being written down by a loss of ₹ 0.06 crores (P.Y. ₹ 0.06 crores) which has been charged off to the statement of profit and loss.

5.2 During the year ended 31st March 2025, the Company had entered into an agreement for sale of immovable property (erstwhile Registered office) situated at Jogeshwari for consideration of ₹ 279.00 crores and accordingly, the carrying value of such assets aggregating to ₹ 2.21 crores was classified as 'assets held for sale' in the year ended 31st March 2025.

Pursuant to the agreement for sale, the immovable property earlier classified as "Asset Held for Sale" has been sold during the year ended 31st March 2026. Accordingly, the Company has recognised the resultant gain amounting to ₹ 275.52 crores is grouped under exceptional items in the Statement of Profit and Loss (refer note 34.1).

5.3 During the year ended 31st March 2025, the Holding Company had transferred its 100% stake in its wholly owned subsidiary "Unichem Laboratories Limited, Ireland" (Unichem Ireland), to Company's Parent Company, "Ipca Laboratories Limited". Accordingly, assets (mainly comprising of balance in bank account and inventory) of ₹ 2.96 crores and liabilities (trade payables) of ₹ 2.34 crores of the subsidiary had been classified as held for sale. Effective from 30th April 2025, Unichem Laboratories Ltd. Ireland, has ceased to be the subsidiary of the Company. For the purpose of consolidation, figures of the subsidiary have been considered upto the aforesaid date and net gain of ₹ 1.99 crores have been recognised in the year ended 31st March 2026 under "other income" (refer note 18 and 30).

5.4 As at balance sheet date, certain equipment aggregating ₹ 0.03 crores (P.Y. ₹ 0.03 crores) are classified as "asset held for sale".

5.5 The Company is expecting to dispose off the above assets in the next 12 months.

**6 INVESTMENTS (NON-CURRENT)**
**6.1 Investments accounted for using the equity method**

(₹ in crores)

Particulars	No. of Shares		Face value	As at	As at
	As at 31st March 2026	As at 31st March 2025		31st March 2026	31st March 2025
<b>(I) At Cost :</b>					
<b>UNQUOTED</b>					
<b>Equity Instruments of Associate (fully paid)</b>					
Synchron Research Services Private Limited	2,08,333	2,08,333	₹ 10	4.87	4.87
Add: Share in Profit / (Loss) after tax				-	-
Less: Impairment in value of investments				(4.87)	(4.87)
<b>Total of Investments measured at cost</b>				-	-

**6.2 At fair value through profit and loss (FVTPL)**

(₹ in crores)

Particulars	No. of Shares		Face value	As at	As at
	As at 31st March 2026	As at 31st March 2025		31st March 2026	31st March 2025
<b>(I) At fair value through profit and loss (FVTPL)</b>					
<b>UNQUOTED</b>					
<b>Equity Instruments (fully paid)</b>					
Shivalik Solid Waste Management Limited (includes 2500 bonus shares)	22,500	22,500	₹ 10	0.02	0.02
<b>Sub Total</b>				<b>0.02</b>	<b>0.02</b>
<b>QUOTED</b>					
<b>Equity Instruments (fully paid)</b>					
Kothari Industrial Corporation Ltd. *	20	20	₹ 5	-	-
<b>Sub Total</b>				-	-
<b>Total of Investments measured at FVTPL</b>				<b>0.02</b>	<b>0.02</b>
Aggregate carrying value of unquoted investments				0.02	0.02
Aggregate amount of impairment in value of investments				(4.87)	(4.87)
Aggregate carrying value of quoted investments				-	-
Aggregate market value of quoted investments				-	-

\* Amount less than ₹ 0.5 lakhs

**7 LOANS (NON-CURRENT)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Loans to Employees	0.11	0.14
<b>Total</b>	<b>0.11</b>	<b>0.14</b>

**8 OTHER FINANCIAL ASSETS (NON-CURRENT)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Inter-corporate deposits (refer note 8.1) [Net of provision for Impairment loss of ₹ 10 crores (P.Y. ₹ 10 crores)]	-	-
Deposits		
Considered Good	8.59	8.27
Considered Doubtful	0.53	0.54
Less: Allowance for Doubtful deposits	(0.53)	(0.54)
	8.59	8.27
<b>Total</b>	<b>8.59</b>	<b>8.27</b>

8.1 Considering the uncertainty prevailing on IL&FS group, in case of inter-corporate deposits with IL&FS provision for impairment loss is made to the extent of 100% of the principal amount and interest accrued thereon. Refer note 15.

**9 DEFERRED TAX ASSETS**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax assets (net) pertaining to foreign subsidiaries	30.56	25.78
<b>Total</b>	<b>30.56</b>	<b>25.78</b>

## 9.1 The deferred tax asset comprises of:

(₹ in crores)

Particulars	As at 31st March 2026	Charge/(credit) for the year	As at 31st March 2025
<b>Deferred Tax Assets</b>			
Effect of expenses not deductible in determining taxable profit	3.15	(3.15)	-
Goodwill [adjusted in capital reserve related to Bayshore business acquisition]	18.63	(1.60)	17.03
Depreciation / Amortisation	(0.36)	(0.15)	(0.51)
Others	9.13	0.13	9.26
<b>Total</b>	<b>30.56</b>	<b>(4.77)</b>	<b>25.78</b>
- Credited to statement of Profit and Loss	-	(1.80)	-
- Credited to Reserves	-	(2.97)	-

(₹ in crores)

Particulars	As at 31st March 2025	Charge/(credit) for the year	As at 31st March 2024
<b>Deferred Tax Assets</b>			
Capitalized development stage costs	-	0.32	0.32
Goodwill [adjusted in capital reserve related to Bayshore business acquisition]	17.03	(17.03)	-
Depreciation / Amortisation	(0.51)	(0.15)	(0.66)
Others	9.26	(2.14)	7.12
<b>Total</b>	<b>25.78</b>	<b>(19.00)</b>	<b>6.78</b>
- Credited to statement of Profit and Loss	-	(1.20)	-
- Credited to Reserves	-	(17.80)	-

9.2 In case of certain subsidiaries, deferred tax asset has not been recognised on unused tax losses of ₹ 165.76 crores (P.Y. ₹ 200.99 crores) in the absence of probable future taxable income. This loss can be carried forward as per the timeline prescribed in jurisdiction of the subsidiaries.

## 10 OTHER NON-CURRENT ASSETS

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Capital advances	15.17	21.35
[Net of provision for Doubtful advances, ₹ 0.12 crores (P.Y. ₹ 0.36 crores)]		
Payments to European Commission (refer note 37)	-	24.80
Balance with government authorities (including refund receivable)	163.71	114.10
Advance income tax (net of provision)	5.97	6.75
<b>Total</b>	<b>184.85</b>	<b>167.00</b>

## 11 INVENTORIES

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Raw Materials</b>		
In hand	332.48	315.19
In transit	5.32	8.50
	<b>337.80</b>	<b>323.69</b>
<b>Packing Materials</b>		
In hand	24.98	29.83
In transit	0.38	0.25
	<b>25.36</b>	<b>30.08</b>
<b>Work-in-Progress</b>	<b>133.56</b>	<b>116.63</b>
<b>Finished Goods</b>		
In hand		
Own	354.25	413.05
Traded	101.90	70.11
	<b>456.15</b>	<b>483.16</b>
In transit		
Own	4.93	15.06
	<b>4.93</b>	<b>15.06</b>
<b>Stores and Spares</b>	<b>17.17</b>	<b>20.12</b>
<b>Total</b>	<b>974.97</b>	<b>988.74</b>

11.1

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended As at 31st March 2025
(i) Amount of inventories recognized as an expense during the year	1,018.51	867.12
(ii) Amount of write - down of inventories recognized as an expense during the year	31.83	20.03
<b>Total</b>	<b>1,050.34</b>	<b>887.15</b>

11.2 Refer note 2.18 of accounting policy for inventory valuation.

**12 TRADE RECEIVABLES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured		
Considered good	828.58	778.81
Considered doubtful	5.33	5.38
Less: Allowance for doubtful debts	(5.33)	(5.38)
<b>Total</b>	<b>828.58</b>	<b>778.81</b>

The movement in allowance for doubtful receivables is as follows:

(₹ in crores)

Particulars	2025-2026	2024-2025
Opening balance	5.38	3.43
Add: Allowance for doubtful receivables made during the year	0.23	1.95
Less: Allowance for doubtful receivables reversed / utilised during the year	(0.28)	-
<b>Closing balance</b>	<b>5.33</b>	<b>5.38</b>

**12.1 Trade receivables ageing schedule - Current :**
**As at 31st March 2026**

(₹ in crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Subtotal	Provision for Doubtful Debts	Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years			
(i) Undisputed Trade receivables - considered good	768.74	57.32	3.24	2.62	0.12	0.73	832.77	4.19	828.58
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	0.48	0.48	0.48	-
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered doubtful	-	-	-	-	-	0.66	0.66	0.66	-
<b>Total</b>	<b>768.74</b>	<b>57.32</b>	<b>3.24</b>	<b>2.62</b>	<b>0.12</b>	<b>1.87</b>	<b>833.91</b>	<b>5.33</b>	<b>828.58</b>

**As at 31st March 2025**

(₹ in crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Subtotal	Provision for Doubtful Debts	Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years			
(i) Undisputed Trade receivables - considered good	743.20	35.73	1.85	1.21	0.36	0.81	783.16	4.35	778.81
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	0.37	0.37	0.37	-
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered doubtful	-	-	-	-	-	0.66	0.66	0.66	-
<b>Total</b>	<b>743.20</b>	<b>35.73</b>	<b>1.85</b>	<b>1.21</b>	<b>0.36</b>	<b>1.84</b>	<b>784.19</b>	<b>5.38</b>	<b>778.81</b>

## 13 CASH AND BANK BALANCES

(₹ in crores)

Particulars	No. of Units		Amount	
	As at 31st March 2026	As at 31st March 2025	As at 31st March 2026	As at 31st March 2025
<b>(a) Cash &amp; cash equivalents</b>				
(i) Balances with banks				
In Current Accounts			68.74	26.35
In Fixed Deposits having current maturity less than 3 months			-	0.79
(ii) Cash on hand			0.06	0.06
(iii) Investments in Mutual Fund (At FVTPL)				
<b>Quoted</b>				
ABSL Low Duration Fund - Dir - Growth	2,56,977.01	-	19.56	-
ABSL Savings Fund - Dir - Growth	2,11,010.16	-	12.34	-
ABSL Debt Index Fund - Dir - Growth	93,20,154.00	96,16,413.51	10.17	9.84
ABSL Money Manager Fund - Dir - Growth	1,30,423.83	3,44,612.70	5.11	12.67
Axis Fixed Maturity Plan - Series 129 (108 Days) - Dir - Growth	1,99,99,000.00	-	20.12	-
Axis Liquid Fund - Reg - Growth	49,420.78	-	15.01	-
Bandhan Money Manager Fund - Dir - Growth	49,66,102.26	13,95,592.18	22.71	5.97
Kotak Debt Index Fund - Dir - Growth	1,65,52,118.22	79,77,025.04	17.00	8.03
Kotak Liquid Fund - Regular Plan - Growth	24,887.22	9,839.67	13.71	5.11
Kotak Low Duration Fund - Dir - Growth	1,27,821.40	-	48.80	-
Kotak Money Market Scheme - Dir - Growth	10,707.30	38,337.42	5.08	17.04
Nippon India Low Duration Fund - Dir - Growth	5,151.04	-	2.14	-
Tata Money Market Fund - Dir - Growth	30,536.18	-	15.39	-
UTI Money Market Fund - Dir - Growth	35,803.87	-	11.70	-
Immediate liquidity applications -FAF (Brazil)	9,568.45	26,634.64	1.84	3.72
			<b>289.48</b>	<b>89.58</b>
<b>(b) Other bank balances (Restricted bank balances)</b>				
In Unpaid Dividend Account			0.58	0.94
In Fixed Deposits (against Bank Guarantee) having original maturity more than 3 months			4.64	27.11
			<b>5.22</b>	<b>28.05</b>
<b>Total</b>			<b>294.70</b>	<b>117.63</b>
Aggregate carrying value of quoted investments			220.68	62.38
Aggregate market value of quoted investments			220.68	62.38

## 14 LOAN (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Loans to Employees	0.06	0.06
<b>Total</b>	<b>0.06</b>	<b>0.06</b>

## 15 OTHER FINANCIAL ASSETS (CURRENT)

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Insurance claim receivables	3.33	-
Accrued Interest on deposit [Net of provision for Impairment loss ₹ 1.39 crores (P.Y. ₹ 1.39 crores)]	1.09	1.39
Others (Forward contract receivable)	-	3.44
<b>Total</b>	<b>4.42</b>	<b>4.83</b>

## 16 OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured, considered good</b>		
Prepaid Expenses	23.86	22.12
Balances with Revenue Authorities (including refund receivables) (refer note 16.2)		
- Considered good	57.16	94.79
- Considered doubtful	0.06	0.06
Less: Provision for doubtful advances	(0.06)	(0.06)
Advance against materials and expenses	6.00	4.49
Export incentive receivable	4.38	15.76
Other receivables / advances		
- Considered good	3.21	2.24
- Considered doubtful	0.18	1.55
Less: Provision for doubtful advances	(0.18)	(1.55)
<b>Total</b>	<b>94.61</b>	<b>139.40</b>

16.1 The movement in allowance for doubtful advances (including allowance made against non-current items) is given below: (₹ in crores)

Particulars	2025-2026	2024-2025
Opening balance (refer note 8, 10, 15 and 16)	13.83	13.80
Add / (Less): Allowance for doubtful advances made during the year	-	0.03
Less: Reversal / utilisation during the year	1.61	-
<b>Closing balance</b>	<b>12.22</b>	<b>13.83</b>

16.2 GST liabilities and assets have been offset against each other.

**17 EQUITY SHARE CAPITAL**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>AUTHORISED</b>		
17,50,00,000 Equity Shares of ₹ 2/- each (P.Y. 17,50,00,000 Equity shares of ₹ 2/- each)	35.00	35.00
5,00,00,000 Unclassified Shares of ₹ 2/- each (P.Y. 5,00,00,000 Unclassified Shares of ₹ 2/- each)	10.00	10.00
50,00,000 Preference Shares of ₹ 10/- each (P.Y. 50,00,000 Preference Shares of ₹ 10/- each)	5.00	5.00
<b>Total</b>	<b>50.00</b>	<b>50.00</b>

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>ISSUED, SUBSCRIBED AND FULLY PAID UP</b>		
7,04,05,750 Equity Shares of ₹ 2/- each fully paid up (P.Y. 7,04,05,750 Equity Shares of ₹ 2/- each fully paid up)	14.08	14.08
<b>Total</b>	<b>14.08</b>	<b>14.08</b>

**17.1 Reconciliation of Number of Shares (Equity)**

Particulars	2025-2026		2024-2025	
	No. of Shares	Amount (₹ in crores)	No. of Shares	Amount (₹ in crores)
Shares outstanding as at the beginning of the year	7,04,05,750	14.08	7,04,05,750	14.08
Add / (Less): Movements during the year	-	-	-	-
<b>Shares outstanding as at the end of the year</b>	<b>7,04,05,750</b>	<b>14.08</b>	<b>7,04,05,750</b>	<b>14.08</b>

**17.2 Rights, preferences and restrictions attached to Equity Shares**

The Holding Company has one class of equity shares having a par value of ₹ 2/- per share. Each shareholder is eligible for one vote per share held. The dividend if proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Holding Company after distribution of all preferential amounts, in proportion to their shareholding.

**17.3 Shareholders holding more than 5 per cent of total Equity Shares of the Company:**

Name of the Shareholders	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	% held	No. of Shares	% held
Ipca Laboratories Limited	3,70,81,011	52.67%	3,70,81,011	52.67%
Dr. Prakash Amrut Mody	89,97,952	12.78%	89,97,952	12.78%
HDFC Small Cap Fund	54,58,645	7.75%	54,73,134	7.77%

17.4 As per the records of the Holding Company, including its register of shareholders / members & other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

**17.5 Shareholding of Promoters:**

Sr No.	Promoter's Name	No. of Shares as on 31st March 2026	% of total shares as on 31st March 2026	No. of Shares as on 31st March 2025	% of total shares as on 31st March 2025
1	Ipca Laboratories Limited	3,70,81,011	52.67%	3,70,81,011	52.67%
2	Prakash Amrut Mody	89,97,952	12.78%	89,97,952	12.78%
3	Anita Prakash Mody	13,23,400	1.88%	13,23,400	1.88%
4	Suparna Prakash Mody	9,49,936	1.35%	9,49,936	1.35%
5	Supriya Prakash Mody	9,49,936	1.35%	9,49,936	1.35%
6	Prakash Amrut Mody - Suparna Mody Trust (Promoter Trust)	52,016	0.07%	52,016	0.07%
7	Prakash Amrut Mody - Supriya Mody Trust (Promoter Trust)	45,052	0.06%	45,052	0.06%
8	Prakash Amrut Mody - Shwetambari Mody Trust (Promoter Trust)	41,283	0.06%	41,283	0.06%
	<b>Total</b>	<b>4,94,40,586</b>	<b>70.22%</b>	<b>4,94,40,586</b>	<b>70.22%</b>

## 18 OTHER EQUITY

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>CAPITAL REDEMPTION RESERVE</b>		
Balance at the beginning of the year	12.46	12.46
Add: Additions / (deductions) during the year	-	-
<b>Balance at the end of the year</b>	<b>12.46</b>	<b>12.46</b>
<b>CAPITAL RESERVE</b>		
Balance at the beginning of the year	(38.55)	55.16
Add: Additions / (deductions) during the year	-	(93.71)
<b>Balance at the end of the year</b>	<b>(38.55)</b>	<b>(38.55)</b>
<b>FAIR VALUE ADJUSTMENT RESERVE</b>		
Balance at the beginning of the year	14.70	44.20
Add: Additions / (deductions) during the year	-	(26.61)
Less: Transferred to Retained Earnings	-	(2.89)
<b>Balance at the end of the year</b>	<b>14.70</b>	<b>14.70</b>
<b>SECURITIES PREMIUM</b>		
Balance at the beginning of the year	1.33	1.33
Add: Additions / (deductions) during the year	-	-
<b>Balance at the end of the year</b>	<b>1.33</b>	<b>1.33</b>
<b>EMPLOYEE STOCK OPTIONS OUTSTANDING ACCOUNT</b>		
Balance at the beginning of the year	5.12	3.06
Add / (Less): Movements during the year	-	-
	5.12	3.06
Add: Deferred Employees' stock compensation (refer note 48)	0.81	2.06
<b>Balance at the end of the year</b>	<b>5.93</b>	<b>5.12</b>
<b>OTHER COMPREHENSIVE INCOME</b>		
<b>Foreign currency translation reserve</b>		
Balance at the beginning of the year	(7.84)	(0.62)
Exchange difference arising on translating the foreign operations	4.39	(7.22)
Exchange difference arising on translating the foreign operations reversed [Unichem Laboratories Ltd (Ireland)] (refer note 5.3)	1.21	-
<b>Balance at the end of the year</b>	<b>(2.24)</b>	<b>(7.84)</b>
<b>REMEASUREMENTS OF DEFINED BENEFIT PLANS</b>		
Balance at the beginning of the year	(5.51)	(6.89)
Add / (Less): Movements during the year	7.60	1.38
<b>Balance at the end of the year</b>	<b>2.09</b>	<b>(5.51)</b>
<b>GAIN/ (LOSS) ON CASH FLOW HEDGE</b>		
Balance at the beginning of the year	(1.38)	(0.25)
Add / (Less): Movements during the year	1.38	(1.13)
<b>Balance at the end of the year</b>	<b>-</b>	<b>(1.38)</b>
<b>RETAINED EARNINGS</b>		
Balance at the beginning of the year	2,456.18	2,315.77
Add: Profit / (Loss) for the year	252.84	137.52
Add: Transferred from Fair value adjustment reserve	-	2.89
Add / (Less): Reclassification of cashflow hedge	(1.38)	-
<b>Balance at the end of the year</b>	<b>2,707.64</b>	<b>2,456.18</b>
<b>Total Reserves &amp; Surplus</b>	<b>2,703.36</b>	<b>2,436.51</b>

**19 BORROWINGS (NON-CURRENT)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Secured</b>		
Rupee Term Loan - Kotak Mahindra Bank (refer note 19.1)	-	12.73
Foreign Currency Term Loan - CITI Bank N.A. Singapore (refer note 19.3)	39.12	48.08
<b>Total</b>	<b>39.12</b>	<b>60.81</b>

- 19.1 During the year ended 31st March 2026, the Company has repaid the term loan facility including interest availed from bank at a floating rate linked to repo rate which was repayable in 20 quarterly instalments over the tenure of 5 years commenced from December 2021. Refer note 39 for securities pledged against the loan.
- 19.2 During the year ended 31st March 2024, the Company had entered into a hedge transaction of interest rate currency swap by notionally converting the term loan from INR into USD. The effective portion of changes in fair value is recognised in other comprehensive income of ₹ Nil (P.Y. ₹ 1.13 crores). Also refer note 41.
- 19.3 The Company has obtained [ECB] Foreign Currency Term Loan at a floating rate linked to SOFR which is repayable in 16 quarterly instalments commencing from January 2026. Refer note 39 for securities pledged against the loan.

**20 LEASE LIABILITIES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Current lease liabilities	5.37	4.61
Non-current lease liabilities	26.00	25.19
<b>Total</b>	<b>31.37</b>	<b>29.80</b>

Refer note 46

**21 PROVISIONS (NON-CURRENT)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Provision for employee benefits (refer note 47)</b>		
Defined benefit plan-Gratuity	6.68	11.51
Leave benefits	21.96	26.35
<b>Total</b>	<b>28.64</b>	<b>37.86</b>

**22 DEFERRED TAX LIABILITIES (NET)**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax liabilities (net) in respect of the Holding Company	39.88	-
<b>Total</b>	<b>39.88</b>	<b>-</b>

- 22.1 (i) During the year ended 31st March 2026, deferred tax liability exceeds the deferred tax assets (including assets in respect of brought forward losses and depreciation). (ii) During the year ended 31st March 2025, deferred tax asset is recognised on the amount of tax loss, unabsorbed tax depreciation and other temporary differences like unrealized stock profit on elimination of inter company transactions to the extent of deferred tax liability.

**22.2 Income tax expense / (benefit) recognized in consolidated statement of profit and loss (Holding Company and its Subsidiaries):**

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>Current tax:</b>		
Current tax on profits for the year	3.57	18.39
Adjustments for current tax of prior periods	0.44	(0.12)
<b>Total Current tax expense</b>	<b>4.01</b>	<b>18.27</b>
<b>Deferred Tax:</b>		
Decrease / (increase) in Deferred Tax Assets	31.39	(7.93)
(Decrease) / Increase in Deferred Tax Liabilities	6.69	6.73
<b>Total Deferred tax expense / (credit)</b>	<b>38.08</b>	<b>(1.20)</b>
<b>Aggregate income tax expense</b>	<b>42.09</b>	<b>17.07</b>

**22.3 Income tax expense recognized in other comprehensive income and other equity (Holding Company and its Subsidiaries):**

(₹ in crores)

Particulars	2025-2026	2024-2025
Deferred tax liability on net gain / (loss) on Remeasurements of Defined Benefit Plans	2.55	-
<b>Income Tax Expense / (Income) Charged to OCI</b>	<b>2.55</b>	<b>-</b>

**22.4 Reconciliation of tax expense and the accounting profit (Holding Company and its Subsidiaries) multiplied by India's domestic tax rate:**

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>Total profit / (loss) before income taxes</b>	<b>292.38</b>	<b>154.59</b>
At India's Statutory Income Tax Rate of 25.168% (P.Y. 25.168%)	73.59	38.91
<b>Adjustments to reconcile expected income tax expense to reported income tax expense</b>		
Tax rate difference	11.91	-
Effect of differential capital gain	(14.50)	-
Deferred tax asset not recognised on unrealized stock profit	(32.57)	-
Deferred tax asset not recognised on amount of losses	-	(21.72)
Adjustments for tax of prior periods	0.44	(0.12)
Others (net)	0.67	-
<b>Adjusted income tax expenses</b>	<b>39.54</b>	<b>17.07</b>
Tax charge / (credit) impact given in Other Comprehensive Income	2.55	-
<b>Total tax</b>	<b>42.09</b>	<b>17.07</b>
<b>Effective Income Tax Rate</b>	<b>14.39%</b>	<b>11.04%</b>

**22.5 Reflected in the Balance Sheet as follows (Holding Company):**

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Deferred Tax Liabilities</b>		
Depreciation and amortisation	90.60	82.07
Fair value gain on mutual funds (net)	0.68	-
Others	(0.45)	0.27
	<b>90.83</b>	<b>82.34</b>
<b>Deferred Tax Assets</b>		
Allowance for doubtful trade receivables	1.20	1.21
Allowance for doubtful advances	0.06	1.98
Allowance for impairment in value of investments	-	2.22
Provision for employee benefits	9.44	14.24
Business loss / unabsorbed depreciation	5.10	40.64
Unrealised profit on inter group transaction	32.57	19.86
Others	2.58	2.19
	<b>50.95</b>	<b>82.34</b>
<b>Deferred Tax Liabilities (net)</b>	<b>39.88</b>	<b>-</b>

**22.6 Movement of deferred tax during the year 2025-2026 (Holding Company):**

(₹ in crores)

Particulars	Opening balance 1st April 2025	(Credit) / charge recognised in statement of profit and loss	Recognised in other comprehensive income	Closing balance 31st March 2026
<b>Deferred tax liabilities in relation to</b>				
Depreciation and amortisation	82.07	8.53	-	90.60
Fair value gain on mutual funds (net)	-	0.68	-	0.68
Others	0.27	(0.72)	-	(0.45)
<b>Deferred tax assets in relation to</b>				
Allowance for doubtful trade receivables	(1.21)	0.01	-	(1.20)
Allowance for doubtful advances	(1.98)	1.92	-	(0.06)
Allowance for impairment in value of investments	(2.22)	2.22	-	-
Provision for employee benefits	(14.24)	2.25	2.55	(9.44)
Business loss / unabsorbed depreciation	(40.64)	35.54	-	(5.10)
Unrealised profit on inter group transaction	(19.86)	(12.71)	-	(32.57)
Others	(2.19)	(0.39)	-	(2.58)
<b>Deferred tax liabilities (net)</b>	<b>-</b>	<b>37.33</b>	<b>2.55</b>	<b>39.88</b>

**22.7 Movement of deferred tax during the year 2024-2025 (Holding Company):**

(₹ in crores)

Particulars	Opening balance 1st April 2024	(Credit) / charge recognised in statement of profit and loss	Recognised in other comprehensive income	Closing balance 31st March 2025
<b>Deferred tax liabilities in relation to</b>				
Depreciation and amortisation	88.08	(6.01)	-	82.07
Fair value gain on mutual funds (net)	0.22	(0.22)	-	-
Others	-	0.27	-	0.27
<b>Deferred tax assets in relation to</b>				
Allowance for doubtful trade receivables	(0.86)	(0.35)	-	(1.21)
Allowance for doubtful advances	(0.40)	(1.58)	-	(1.98)
Allowance for impairment in value of investments	(14.74)	12.52	-	(2.22)
Allowance for impairment in value of other financial assets	(2.52)	2.52	-	-
Provision for employee benefits	(11.27)	(3.12)	0.15	(14.24)
Allowance for impairment in value of investments in Associate	(1.18)	1.18	-	-
Business loss / unabsorbed depreciation	(56.46)	15.82	-	(40.64)
Unrealised profit on inter group transaction	-	(19.71)	(0.15)	(19.86)
Others	(0.87)	(1.32)	-	(2.19)
<b>Deferred tax liabilities (net)</b>	-	-	-	-

**23 OTHER NON-CURRENT LIABILITIES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Unsecured</b>		
Others (Customer Advances)	0.42	0.64
<b>Total</b>	<b>0.42</b>	<b>0.64</b>

**24 BORROWINGS ( CURRENT )**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Secured From Banks</b>		
Packing credit [refer note 38(b)]	-	21.37
Cash credit facility, repayable on demand (refer note 24.2 & 39)	415.44	318.92
Rupee Term Loan - Kotak Mahindra Bank (current maturity of long term borrowings) (refer note 39)	-	25.66
Foreign Currency Term Loan - CITI Bank N.A. Singapore (current maturity of long term borrowings) (refer note 39)	14.22	3.21
<b>Total</b>	<b>429.66</b>	<b>369.16</b>

24.1 There were no differences in details of stock and debtors statement submitted by the Company to the bank for each quarter in comparison to books of account.

24.2 It includes credit facility availed by the subsidiaries Niche Generics Limited and Unichem Laboratories Ltd. (USA), against which the Holding Company has given corporate guarantees.

**25 TRADE PAYABLES**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises (refer note 25.1)	14.98	7.67
Total outstanding dues of creditors other than micro enterprises and small enterprises	341.65	379.27
<b>Total</b>	<b>356.63</b>	<b>386.94</b>

25.1

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
Principal amount remaining unpaid to any suppliers as at 31st March (refer note 25)	14.26	7.07
Interest due thereon remaining unpaid to any suppliers as at 31st March (refer note 25)	0.72	0.60
	<b>14.98</b>	<b>7.67</b>
Principal amount remaining unpaid to any suppliers for capital goods as at 31st March (refer note 26)	2.99	0.60
Interest due thereon remaining unpaid to any suppliers for capital good as at 31st March (refer note 26)	0.15	0.03
	<b>3.14</b>	<b>0.63</b>
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006	-	-
The amount of the payment made to the supplier beyond the appointed day during each accounting year in terms of section 16 of the MSMED Act, 2006	26.84	14.33
The amount of interest due and payable for the period of delay in making payments	0.24	0.10
The amount of interest accrued and remaining unpaid as at 31st March	0.87	0.63
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

The information has been given in respect of such suppliers to the extent they could be identified as micro and small enterprises on the basis of information received and available with the Company. Auditors have relied on the same.

25.2 Trade Payables ageing schedule :

As at 31st March 2026

(₹ in crores)

Particulars	Unbilled	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	
			(i) MSME	0.73	14.01	0.14	
(ii) Others	92.42	199.24	48.93	0.40	0.44	0.22	341.65
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>93.15</b>	<b>213.25</b>	<b>49.07</b>	<b>0.50</b>	<b>0.44</b>	<b>0.22</b>	<b>356.63</b>

As at 31st March 2025

(₹ in crores)

Particulars	Unbilled	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	
			(i) MSME	0.61	6.77	0.29	
(ii) Others	31.25	1.40	262.67	83.57	0.05	0.33	379.27
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>31.86</b>	<b>8.17</b>	<b>262.96</b>	<b>83.57</b>	<b>0.05</b>	<b>0.33</b>	<b>386.94</b>

26 OTHER FINANCIAL LIABILITIES ( CURRENT )

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
Unclaimed Dividend	0.58	0.95
Deposits from Customers	0.25	0.22
Payable for employee benefits	22.16	33.51
Payable for Capital Goods (refer note 25.1)	14.06	30.23
Amount payable on hedging transaction (refer note 19.2)	-	1.38
Others (Forward contract payable)	22.61	-
<b>Total</b>	<b>59.66</b>	<b>66.29</b>

27 OTHER CURRENT LIABILITIES

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
<b>Other Payables</b>		
Statutory Dues (refer note 27.2 & 27.3)	27.21	19.82
Revenue received in advance (refer note 27.1)	-	0.97
Others (customer advances, etc.)	2.71	2.20
<b>Total</b>	<b>29.92</b>	<b>22.99</b>

- 27.1 It represents amount of grants (in the nature of export benefits) relating to property, plant and equipment imported under the EPCG scheme. Under such scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Also refer note 38(b).
- 27.2 It includes accumulated liability towards provident fund of ₹ 0.04 crores (P.Y. ₹ 0.03 crores) which will be paid off on linking of aadhar number of certain employees with the provident fund portal.
- 27.3 GST liabilities and assets have been offset against each other.

**28 PROVISIONS ( CURRENT )**

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>Provision for employee benefits</b> (refer note 47)		
Defined benefit plan	-	4.76
Leave benefits	4.47	3.85
Long-term bonus	-	-
<b>Other Provisions</b>		
Claims (refer note 28.1)	0.23	0.49
Provision for European commission fine (refer note 37)	-	128.54
<b>Total</b>	<b>4.70</b>	<b>137.64</b>

- 28.1 The Holding Company has made provisions for certain claims where cash outflow is expected within 12 months from balance sheet date. The Holding Company does not expect any reimbursement in regards to the provision made.

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>Opening balance</b>	<b>0.49</b>	<b>0.49</b>
Less: Reversals	0.26	-
<b>Closing balance</b>	<b>0.23</b>	<b>0.49</b>

**29 REVENUE FROM OPERATIONS**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Sale of products (refer note 29.1)	2,159.41	2,064.48
<b>Other operating revenues</b>		
Export benefits	20.09	30.40
Other operating revenues (Raw material, solvent, scrap sale, R&D revenue etc.)	22.35	16.09
	<b>42.44</b>	<b>46.49</b>
<b>Total Revenue from Operations</b>	<b>2,201.85</b>	<b>2,110.97</b>

**29.1 Disclosure relating to disaggregation of revenue in terms of Ind AS-115**

(₹ in crores)

Particulars	2025-2026			
	Branded Generics	Generics	APIs	Total
<b>A Domestic</b>	<b>1.65</b>	-	<b>31.46</b>	<b>33.11</b>
<b>B Exports</b>				
Americas	4.28	1,565.56	8.46	1,578.30
Europe	164.35	202.92	75.15	442.42
Africa	36.13	0.82	1.23	38.18
Asia (excluding India)	29.57	2.63	26.10	58.30
CIS	9.10	-	-	9.10
<b>Total B</b>	<b>243.43</b>	<b>1,771.93</b>	<b>110.94</b>	<b>2,126.30</b>
<b>Total (A+B)</b>	<b>245.08</b>	<b>1,771.93</b>	<b>142.40</b>	<b>2,159.41</b>

**Disclosure relating to disaggregation of revenue in terms of Ind AS-115**

(₹ in crores)

Particulars	2024-2025			
	Branded Generics	Generics	APIs	Total
<b>A Domestic</b>	<b>2.58</b>	-	<b>38.16</b>	<b>40.74</b>
<b>B Exports</b>				
Americas	4.70	1,409.22	12.64	1,426.56
Europe	227.39	158.15	84.74	470.28
Africa	36.91	8.24	2.80	47.95
Asia (excluding India)	45.19	1.88	20.07	67.14
CIS	11.26	-	0.55	11.81
<b>Total B</b>	<b>325.45</b>	<b>1,577.49</b>	<b>120.80</b>	<b>2,023.74</b>
<b>Total (A+B)</b>	<b>328.03</b>	<b>1,577.49</b>	<b>158.96</b>	<b>2,064.48</b>

**30 OTHER INCOME**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Income (refer note 30.1)	5.30	2.85
Gain on sale of subsidiary	1.99	-
Dividend Income on investments measured at Fair value through Profit and loss *	-	-
Net gain on investments measured at Fair value through Profit and loss	9.55	9.26
Profit on sale of property, plant and equipment (net)	-	0.95
Other non-operating income [guarantee commission, notice pay, lease rent, etc. (net)]	0.79	0.70
Net gain on foreign currency translation and transactions	45.43	21.56
<b>Total</b>	<b>63.06</b>	<b>35.32</b>

\* Amount less than ₹ 0.5 lakhs

**30.1 Details of interest income**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Income on financial assets measured at amortised cost / others	5.30	2.85

**31 COST OF MATERIALS CONSUMED**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Raw Materials	681.89	775.68
Packing Materials	86.94	112.56
<b>Total</b>	<b>768.83</b>	<b>888.24</b>

**CHANGES IN INVENTORIES OF FINISHED GOODS & WORK-IN-PROGRESS**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
<b>Inventories at the Commencement</b>		
Finished Goods	498.22	311.77
Work-in-progress	116.63	102.73
	<b>614.85</b>	<b>414.50</b>
<b>Inventories at year end</b>		
Finished Goods	461.08	498.22
Work-in-progress	133.56	116.63
	<b>594.64</b>	<b>614.85</b>
(Increase) / Decrease in Finished Goods	37.14	(186.45)
(Increase) / Decrease in Work-in-progress	(16.93)	(13.90)
<b>Total change in inventory</b>	<b>20.21</b>	<b>(200.35)</b>

**32 EMPLOYEE BENEFITS EXPENSE**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and wages	350.09	371.31
Contribution to provident and other funds	29.21	20.07
Share-based payments to employees	0.81	2.11
Staff welfare expenses	16.52	8.72
<b>Total</b>	<b>396.63</b>	<b>402.21</b>

**32.1 Aggregate Employee Benefits Expense**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Employee benefits expense (refer note 32)	396.63	402.21
Employee benefits expense (refer note 40)	-	0.33
<b>Total</b>	<b>396.63</b>	<b>402.54</b>

33 FINANCE COSTS

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest cost on financial liabilities measured at amortised cost	29.64	18.94
Interest on lease	1.18	1.14
Interest others	0.66	0.62
Other borrowing costs (bank charges / fees, etc.)	0.11	0.33
<b>Total</b>	<b>31.59</b>	<b>21.03</b>

33.1 AGGREGATE FINANCE COST

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Finance cost (refer note 33)	31.59	21.03
Finance cost (refer note 40)	-	0.89
<b>Total</b>	<b>31.59</b>	<b>21.92</b>

34 OTHER EXPENSES

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Consumption of Stores and Spares	29.79	23.48
Power and Fuel	106.26	108.16
Rent	2.43	1.76
Insurance	9.04	11.04
Repairs:		
- Plant and Machinery	19.24	15.64
- Buildings	4.59	3.16
- Others	49.13	39.45
Rates and Taxes	4.97	3.87
Advertising and sales promotion	12.31	16.82
Travelling and Conveyance	5.85	5.17
Freight outward	157.40	179.86
Directors' sitting fees	0.51	0.62
Commission on sales	5.53	5.33
Legal & Professional Expenses	46.14	37.20
Loss on discard / sale of property, plant and equipment (net)	4.52	-
Audit fees	2.14	2.83
Establishment and Administrative Expenses	140.65	125.84
<b>Total</b>	<b>600.50</b>	<b>580.23</b>

34.1 Exceptional Items - Expenses

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Provision for European commission fine (refer note 37)	58.26	-
Employee benefit expense (refer note 34.2)	15.40	-
Net (gain) / loss on disposal of land & building [erstwhile Registered office]	(275.52)	-
<b>Total</b>	<b>(201.86)</b>	<b>-</b>

34.2 The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from 21st November 2025 and have implication on employee benefits including gratuity, leave encashment and other related obligation. The incremental impact of these changes, assessed by the Company, on the basis of the information available, consistent with the guidance provided by the Institute of Chartered Accountants of India and has recognised amount of ₹ 15.40 crores in the consolidated financial results of the Company for the year ended 31st March 2026 under exceptional items - "employee benefit expense" as reported in note 34.1 above. Once the State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment.

**35 OTHER COMPREHENSIVE INCOME**

(₹ in crores)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A (i) Items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	10.15	1.38
Equity instruments through other comprehensive income	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	(2.55)	-
Equity instruments through other comprehensive income (net)	-	-
B (i) Items that will be reclassified to profit or loss		
Exchange difference in translating the financial statements of foreign operations	4.39	(7.22)
Gain/ (Loss) on cash flow hedge	-	(1.13)
(ii) Income tax relating to items that will be reclassified to profit or loss		
Exchange difference in translating the financial statements of foreign operations	-	-
Gain/ (Loss) on cash flow hedge	-	-
<b>Total</b>	<b>11.99</b>	<b>(6.97)</b>

**36 CONTINGENT LIABILITIES AND OTHER LIABILITIES WHICH ARE REMOTE IN NATURE**
**A. Matters considered as contingent liability**

(₹ in crores)

Particulars	2025-2026	2024-2025
(i) Claims not acknowledged as debts (refer note 36.1)	116.72	105.79
(ii) Other money for which the Group is contingently liable	1.39	3.96
(iii) Other bank guarantees (refer note 36.2)	7.65	7.31
(iv) Related to closure of Niche manufacturing facility (refer note 36.3)	-	4.43
<b>Total</b>	<b>125.76</b>	<b>121.49</b>

36.1 It mainly comprises of disputed tax matters towards GST and income tax. Further it includes ₹ 0.12 crores (P.Y. ₹ 0.47 crores) towards income tax / sales tax refund amount kept on hold, GST amount paid under protest / deposit made pending adjudication under the Income tax Act, 1961, the Finance Act, 1994, Central Excise Act, 1944, Central Goods and Services tax Act, 2017 and respective State VAT Acts.

36.2 Bank Guarantees aggregating to ₹ 3.82 crores (P.Y. ₹ 5.63 crores) are fully secured against Fixed Deposits with Bank of India.

Future cash outflow, if any, will be based on the outcome of the appeals / writ petition in case of disputed (a) statutory dues and (b) claims from regulatory authorities. In respect of bank guarantee and letter of credit, the Company does not expect any cash outflow.

36.3 During the previous year ended 31st March 2025, the Holding Company announced the closure of its subsidiary Niche Generics' manufacturing facility in Ireland, with estimated costs of ₹3.00–4.00 crores (£0.3–0.4 million). All related expenses have been fully recognised in the current year, and no further cash outflows are expected.

**B. Other liabilities which are remote in nature**

(i) Claims made by the parties and ex-employees of Holding Company whose services have been terminated in earlier years are not acknowledged as debts. The matters are frivolous and are disputed under various forums. However in the opinion of the management, these claims are not tenable.

(ii) The Holding Company has filed rectification letters in respect of certain income-tax refunds which have been withheld by the department. The Holding Company is of the view that once the rectification letters are processed by the department, the refunds will be received by the Holding Company.

In respect of matters stated in B (i) to (ii), the possibility of any liability devolving on the Holding Company is remote and hence no disclosure as contingent liability is considered necessary.

37 The Company and its subsidiary Niche Generics Ltd. ("Niche") had received a demand order dated 17th September 2025 from the European Commission (EU) for payment of fine and interest aggregating to Euro 19.55 million and the same was fully settled by the Company on 28th October 2025 after adjusting the payments of Euro 2.79 million already made by Niche in instalments to EU. In regard to above, the Company had fully recognised a provision in books towards payment of fine amounting to Euro 13.96 million towards EU fine during year ended 31st March 2024 and the balance amount representing the interest is recorded in year ended 31st March 2026 under exceptional items.

38 (a) Estimated amount of Contracts remaining to be executed (net of advances) on Capital account of ₹ 20.70 crores (P.Y. ₹ 33.24 crores) and on other purchase orders of ₹ 156.33 crores (P.Y. ₹ 119.47 crores) are not provided for.

(b) The Holding Company has imported goods under the advance authorisation scheme/ export promotion capital goods scheme to utilise the benefit of a zero or concessional customs duty rate and has availed packing credit against the export orders. These benefits are subject to future exports. Such pending export obligations at 31st March 2026 aggregate to ₹ 229.36 crores (P.Y. ₹ 408.75 crores).

(c) The Company's intention is to continue to provide financial support to its subsidiaries [mainly Niche Generics Ltd, Unichem Farmaceutica Do Brasil Ltda & Unichem China Pvt. Ltd.].

(d) The Company had passed resolution to subscribe to the non-cumulative redeemable preference shares upto GBP 2 million (equivalent ₹ 25.12 crores) to be issued by Niche Generics Ltd, a wholly owned subsidiary.

- 39 During the year, Citibank N.A. has sanctioned working capital credit facility of ₹ 30.00 crores. and same is secured by pari-passu first charge by way of hypothecation on Stock, book debts, receivables.

Working capital limits of Axis Bank was cancelled and the pari-passu first charge on current assets were satisfied.

Working Capital facilities from Kotak Mahindra Bank availed by the Company is secured by first and exclusive charge by way of hypothecation on movable property, plant and equipment at Goa as well as first charge by way of equitable mortgage on immovable property being Industrial land and building at Goa. Balance in Term loan (Original sanction ₹ 125.00 crores) has been repaid during the year and first and exclusive charge by way of hypothecation on movable property, plant and equipment at Goa as well as first charge by way of equitable mortgage on immovable property being Industrial land and building at Goa is satisfied.

Working capital facility sanctioned by the HDFC Bank is secured by pari-passu first charge by way of hypothecation of stock and book debts.

ECB Term Loan from Citibank N.A., Singapore is secured by first pari-passu charge by way of hypothecation on movable Plant and Machinery, machinery spares, tools and accessories, non-tradable receivables and other movables, both present and future, at Company's factories, premises and godown situated at Goa and Pithampur.

Additionally, charges for all the credit facilities, wherever applicable, have been registered with Registrar of Companies (ROC) within the prescribed due date.

**40. Expenditure incurred during the year and included in Property, Plant and Equipments and Capital work-in-progress is as follows:**

(₹ in crores)

Particulars	2025-2026	2024-2025
i) Power and fuel	0.18	0.35
ii) Payroll expenses	-	0.33
iii) Insurance	-	0.06
iv) Travelling Expenses	-	0.03
v) Rent, Rates and Taxes	-	*
vi) R&D Chemicals	-	0.01
vii) Administrative expenses	-	0.02
viii) Interest	-	0.89
ix) Others *	-	0.12
<b>Total</b>	<b>0.18</b>	<b>1.81</b>

\* Amount less than ₹ 0.5 lakhs in previous year.

**41 HEDGE ACCOUNTING**

The Holding Company has managed the foreign exchange risk with appropriate hedging activities in accordance with policies of the Holding Company. The Holding Company manages currency risk as per trends and experiences. The Holding Company uses forward exchange contracts to hedge against its foreign currency exposures relating to export receivables. The Holding Company does not enter into any derivative instruments for trading or speculative purposes.

Fair Value Hedge

Hedging Instrument and Hedge Item :

(₹ in crores)

Type of Hedge and Risks	Nominal Value	Carrying amount as at 31st March 2026		Changes in amount of fair value	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk Trade Receivables hedged by Forward Contracts	338.33	315.72	-	(22.61)	April 2026 to January 2027	Other Financial Liabilities
Cash flow hedge	-	-	-	-	-	Other Financial Liability

Hedging Instrument and Hedge Item :

(₹ in crores)

Type of Hedge and Risks	Nominal Value	Carrying amount as at 31st March 2025		Changes in amount of fair value	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk Trade Receivables hedged by Forward Contracts	238.34	241.78	-	3.44	August 2025 to March 2026	Other Financial Asset
Cash flow hedge	38.39	-	39.77	(1.38)	April 2025 to September 2026	Other Financial Liability

i) The following are the outstanding forward contracts:

Currency	Buy / Sell	In Foreign Currency (in crores)		₹ in crores	
		As at	As at	As at	As at
		31st March 2026	31st March 2025	31st March 2026	31st March 2025
USD	Sell	3.76	2.70	315.72	241.78

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be re-balanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedged ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted in the Statement of Profit and Loss at the time of hedge relationship re-balancing.

The Company offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and the Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. During the year the Company has not settled any such transactions.

ii) Foreign Currency exposure not hedged by forward contracts are given below:

Particulars	In Foreign Currency (in crores)		₹ in crores	
	As at	As at	As at	As at
	31st March 2026	31st March 2025	31st March 2026	31st March 2025
A) Trade Receivables and Vendor advances				
Euro	0.24	0.35	25.84	31.83
CHF	-	* -	-	0.11
USD	2.23	-	211.11	-
GBP	0.01	-	0.96	-
ZAR	-	0.05	-	0.20
CAD	0.01	0.01	0.75	0.75
B) Trade Payables and Customer advances				
Euro *	-	0.04	0.44	3.53
USD	1.49	0.31	140.91	26.47
GBP *	-	-	0.27	0.43
C) Borrowings				
USD (PCFC loan)	-	0.25	-	21.37
USD (ECB loan)	0.56	0.60	53.35	51.29
D) Short term provision [EU fine net of deposit - refer note 37]				
Euro	-	1.13	-	103.74

\* Amount less than 0.5 lakhs

#### 42 Segment Information

The Group's Chief operating decision maker is Chairman & Managing Director and the Group has only one reportable segment i.e. Pharmaceuticals. It is identified as single operating segment for the purpose of making decision on allocation of resources and assessing its performance. The risk, returns and internal business reporting systems are related to the one segment only.

Entity-wide disclosures:

(i) Revenues from sale of products from external customers:

(₹ in crores)

Particulars	2025-2026	2024-2025
<b>India</b>	<b>33.11</b>	<b>40.74</b>
<b>Outside India</b>	<b>2,126.30</b>	<b>2,023.74</b>
USA	1,468.53	1,325.42
Others	657.77	698.32
<b>Total</b>	<b>2,159.41</b>	<b>2,064.48</b>

Revenue from external customers is allocated based on the location of the customer.

(ii) Details of Products Sold:

(₹ in crores)

Particulars	2025-2026	2024-2025
Formulations	2,017.01	1,905.54
Bulk Drugs and Chemicals	142.40	158.94
<b>Total</b>	<b>2,159.41</b>	<b>2,064.48</b>

(iii) Non-current assets:

(₹ in crores)

Particulars	As at 31st March 2026	As at 31st March 2025
<b>India</b>	<b>1,472.78</b>	<b>1,447.07</b>
<b>Outside India</b>	<b>24.79</b>	<b>50.17</b>
USA	17.52	18.34
Others	7.27	31.83
<b>Total</b>	<b>1,497.57</b>	<b>1,497.24</b>

(iv) Major customers

During the year, the Group has one external customer amounting to ₹ 337.28 crores (15.62%) which accounts for more than 10% of the Group's total revenue for the year ended 31st March 2026. In the previous year, the Group had three external customer amounting to ₹ 723.22 crores (35%) which accounts for more than 10% of the Group's total revenue for the year ended 31st March 2025.

### 43 Related Party Disclosures

Disclosure of related parties / related party transactions pursuant to Ind AS 24 "Related Party Disclosure".

a) List of related parties:

<p><b>(i) Enterprises under significant influence of key management personnel as defined in (ii): (disclosed to the extent of transactions)</b> Resonance Specialties Limited</p>	<p><b>(ii) Key management personnel and their relatives: (disclosed to the extent of transactions)</b>  Dr. Prakash A. Mody (Chairman) Mr. Pabitrakumar Bhattacharyya (Managing Director and Chief Executive Officer) (CEO w.e.f. 22nd May 2026)</p>
<p><b>(iii) Independent Directors:</b> Ms. Priti Puri (upto 20th March 2026) Mr. Arun Todarwal Mr. Anand Kusre Dr. (Ms.) Swati Patankar (w.e.f 5th February 2026)</p>	<p><b>(iv) Post-employment benefit plans:</b> Unichem Laboratories Ltd- Employees Gratuity Fund Unichem Laboratories Ltd- Employees Superannuation Fund</p>
<p><b>(v) Key management personnel and their relatives as per Companies Act, 2013:</b> Dr. Prakash A. Mody (Chairman) Mr. Pradeep Bhandari (Head-Legal&amp;Company Secretary) Mr. Sandip Ghume (Dy. Chief Financial Officer upto 30th June 2024) Mr. Sanjay Jain (Chief Financial Officer w.e.f. 8th August 2024) Mr. Pabitrakumar Bhattacharyya (Managing Director and Chief Executive Officer) (CEO w.e.f. 22nd May 2026)</p>	<p><b>(vi) Enterprises exercising control:</b>  Ipca Laboratories Ltd.</p>
<p><b>(vii) Non-Executive Directors:</b> Dr. Prakash A. Mody Mr. Pranay Godha</p>	<p><b>(viii) Sister Concern (disclosed to the extent of transactions):</b> Bayshore Pharmaceutical LLC (subsidiary of Ipca Laboratories Ltd) Pisgah Laboratories Inc., USA (subsidiary of Ipca Laboratories Ltd) Unichem Laboratories Ltd (Ireland) - (w.e.f. 30th April 2025)</p>

**b) Disclosure of related party transactions (excluding indirect taxes):**

(₹ in crores)

Particulars	2025-2026	2024-2025
i) Purchase of Materials		
Ipca Laboratories Ltd	112.54	78.41
Pisgah Laboratories Inc., USA	0.64	0.47
Resonance Specialties Limited	0.08	-
	<b>113.26</b>	<b>78.88</b>
ii) Purchase of Capital Items		
Ipca Laboratories Ltd	-	0.60
Resonance Specialties Limited	-	0.14
Bayshore Pharmaceuticals LLC.	-	22.38
	-	<b>23.12</b>
iii) Purchase of Business		
Bayshore Pharmaceuticals LLC.	-	84.45
	-	<b>84.45</b>
iv) Sale of Raw Materials		
Ipca Laboratories Ltd	-	0.13
Unichem Laboratories Ltd (Ireland)	0.76	-
	<b>0.76</b>	<b>0.13</b>
v) Sale of Capital Items		
Ipca Laboratories Ltd	0.03	4.80
	<b>0.03</b>	<b>4.80</b>
vi) Sale of finished goods / scraps / solvents (Net of returns)		
Ipca Laboratories Ltd	1.46	0.66
	<b>1.46</b>	<b>0.66</b>
vii) Sale of RoDTEP Licenses		
Ipca Laboratories Ltd	10.39	-
	<b>10.39</b>	-
viii) Reimbursements received		
Ipca Laboratories Ltd	-	0.07
	-	<b>0.07</b>
ix) Rent & Maintenance Paid		
Ipca Laboratories Ltd	1.41	0.97
	<b>1.41</b>	<b>0.97</b>
x) Rent & Maintenance received		
Ipca Laboratories Ltd	0.25	0.24
	<b>0.25</b>	<b>0.24</b>
xi) Managerial remuneration (including defined contribution plan)		
Key Management Personnel		
Mr. Pabitrakumar Bhattacharyya	4.14	3.07
	<b>4.14</b>	<b>3.07</b>
xii) Expenses Reimbursement (Establishment, administrative & welfare expenses)		
Ipca Laboratories Ltd.	12.57	10.91
	<b>12.57</b>	<b>10.91</b>
xiii) Sitting Fees		
Dr. Prakash A. Mody	0.05	0.06
Mr. Pranay Godha	0.11	0.09
Mr. Anand Kusre	0.12	0.17
Mr. Arun Tadarwal	0.16	0.17
Ms. Priti Puri	0.06	0.14
Dr. (Ms.) Swati Patankar	0.02	-
	<b>0.52</b>	<b>0.63</b>
xiv) Profit Sharing (grouped under material consumption)		
Ipca Laboratories Ltd	10.96	2.49
	<b>10.96</b>	<b>2.49</b>
xv) Divestment in Subsidiary		
Ipca Laboratories Ltd	4.00	-
	<b>4.00</b>	-

**c) Disclosure of related party balances:**

(₹ in crores)

Particulars	As at	As at
	31st March 2026	31st March 2025
i) Trade Receivables		
Holding		
Ipca Laboratories Ltd.	0.03	0.91
Sister Concern		
Unichem Laboratories Ltd ( Ireland)	0.79	-
	<b>0.82</b>	<b>0.91</b>
ii) Other current assets (other receivables)		
Ipca Laboratories Ltd	0.35	0.27
	<b>0.35</b>	<b>0.27</b>
iii) Trade Payables		
Ipca Laboratories Ltd	46.92	56.98
	<b>46.92</b>	<b>56.98</b>

**d) Contribution to post employment benefit plan:**

(₹ in crores)

Particulars	2025-2026	2024-2025
	Post-employment benefit plans	
Unichem Laboratories Ltd. - Employees Gratuity Fund	16.27	1.12
Unichem Laboratories Ltd. - Employees Superannuation Fund	0.19	0.41
	<b>16.46</b>	<b>1.53</b>

**e) Following are Key management Personnel (not covered above) in accordance with provisions of the Indian Companies Act, 2013. Details of transactions and balances are below:**

(₹ in crores)

Particulars	2025-2026	2024-2025
	i) Salary (including defined contribution plan)	
Key Management Personnel		
Mr. Pradeep Bhandari	1.12	1.07
Mr. Sandip Ghume	-	0.39
Mr. Sanjay Jain	0.96	0.56
	<b>2.08</b>	<b>2.02</b>

Notes related to (a) to (e)

- Key Managerial Personnel and their Relatives who are under the employment of the Company are entitled to post employment benefits and other long-term employee benefits recognised as per Ind AS 19 'Employee Benefits' in the financial statements. These employee benefits are lump sum amounts provided on the basis of actuarial valuation and the same is not included above. Further, it also does not include actual payments of gratuity and leave encashment. Also, re-imbursment of expenses to KMP and their relatives are not included above.
- Related party contracts / arrangements have been entered in ordinary course of business and are approved by the board of directors / shareholders as applicable.

**44 EARNINGS PER EQUITY SHARE [EPS]**

Particulars			2025-2026	2024-2025
Weighted average number of equity shares for basic EPS	(A)	Nos	7,04,05,750	7,04,05,750
Add : Potential equity shares on exercise of option of ESOP		Nos	1,27,514	2,15,562
Weighted average number of equity shares for diluted EPS	(B)	Nos	7,05,32,904	7,06,21,312
Face value of equity share (Fully Paid)		₹	2.00	2.00
Profit/(loss) attributable to equity shareholders for Basic & Diluted EPS	(C)	₹ in crores	252.84	137.52
Earnings per equity share				
Basic	(C/A)	₹	35.91	19.53
Diluted	(C/B)	₹	35.85	19.47

- 45** The subsidiaries (Niche Generics Ltd., Unichem China Pvt. Ltd. and Unichem Farmaceutica Do Brasil Ltda) have accumulated losses which have been considered for the purpose of consolidated financial statements. The standalone financial statements of these subsidiaries have been prepared on a going concern basis considering the continuous financial support from the Holding Company to its subsidiaries. The management of the Holding Company is of the view that performance of the subsidiaries is improving and will turnaround and in case of China Subsidiary it is at nascent stage.

**46 LEASE**

Disclosure as per Ind AS 116 'Leases' is as given below. Also, refer note 2.17 and 4.

**As a Lessee**

- a) The Company has obtained certain equipment under non-cancellable lease agreements for the period of 36 months which are subject to renewal at mutual consent. For such leases with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption. The expenses charged to the statement of profit & loss in current year is ₹ 0.21 crores (P.Y. ₹ 0.31 crores) and is grouped under note 34 (establishment and administrative expenses).

(₹ in crores)

The details of outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows	2025-2026	2024-2025
Lease payment not later than one year	0.11	0.19
Lease Payment later than one year and not later than five years	0.10	0.21
Lease Payment later than five years	-	-
<b>Total</b>	<b>0.21</b>	<b>0.40</b>

- b) The Holding Company has taken flats / office premises, vehicles and other machinery on cancellable operating leases. There are no restrictions imposed by lease arrangements. For such lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions. There are no sub-leases. The deposit amount are refundable on completion / cancellation of lease term. The aggregate lease rentals charged as lease rent to the statement of profit and loss in current year is ₹ 0.58 crores (P.Y. ₹ 1.11 crores) and is grouped under note 34 (establishment & administrative expenses).

- c) Disclosure with respect to lease under Ind AS - 116 leases:

(₹ in crores)

Particulars	2025-2026	2024-2025
Interest expense on lease liabilities (refer note 33)	1.18	1.14
Lease expenses in case of short term leases (refer note 46 (b))	0.58	1.11
Lease expenses in case of low value leases (other than short term as disclosed above) (refer note 46 (a))	0.21	0.31
Lease payments debited to lease liabilities	6.29	5.90
<b>Total cash outflow for leases [including short term and low value leases]</b>	<b>8.26</b>	<b>8.46</b>
Additions to ROU assets	4.34	5.23

- d) The table below provides details regarding the contractual maturities of lease liabilities as at 31st March 2026 and 31st March 2025 on an undiscounted basis:

(₹ in crores)

Particulars	2025-2026	2024-2025
Lease payment not later than one year	6.74	7.22
Lease Payment later than one year and not later than five years	21.97	20.47
Lease Payment later than five years	18.46	21.41
<b>Total</b>	<b>47.17</b>	<b>49.10</b>

- e) The right of use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right of use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.

**47 EMPLOYEE BENEFITS**

The Holding Company has a defined benefit gratuity plan. The scheme is funded with an insurance company in the form of a qualifying insurance policy.

Other long term benefits comprises of leave entitlements to the employees. Leave entitlements benefits was partly funded by the Holding Company till the year ended 31st March 2025.

Bifurcation of liability as per Schedule III of the Indian Companies Act 2013:

(₹ in crores)

Particulars	As at 31st March 2026			As at 31st March 2025		
	Current Liability	Non-Current Liability	Net Liability	Current Liability	Non-Current Liability	Net Liability
Gratuity	-	6.68	<b>6.68</b>	4.76	11.51	<b>16.27</b>
Leave entitlements	4.47	21.96	<b>26.43</b>	3.85	26.35	<b>30.20</b>
<b>Net Liability</b>	<b>4.47</b>	<b>28.64</b>	<b>33.11</b>	<b>8.61</b>	<b>37.86</b>	<b>46.47</b>

The principal assumptions used in determining gratuity benefit obligations for the Holding Company's plans are shown below:

Particulars	Gratuity	
	2025-2026	2024-2025
Discount rate	7.06%	6.75%
Salary growth rate	7.00%	9.00%
Expected rate of return on Plan assets	7.06%	6.75%
Withdrawal rate	15% p.a. at younger ages reducing to 2% p.a. at older ages	15% p.a. at younger ages reducing to 2% p.a. at older ages

The estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The discounting rate is based on material yield on government bonds having currency and terms consistent with the currency and terms of post-employment benefit obligations. The overall expected rate of return on assets is based on the LIC structure of interest rates on gratuity funds.

The following tables summarise the funded status and amounts recognised in the balance sheet for gratuity.

Funded status of the plan:

(₹ in crores)

Particulars	Gratuity	
	As at 31st March 2026	As at 31st March 2025
Present value of funded obligations	42.80	36.66
Fair value of plan assets	36.12	20.39
<b>Net Liability (Asset)</b>	<b>6.68</b>	<b>16.27</b>

Amount charge to statement of Profit and loss:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
Current service cost	4.36	4.68
Past service cost (refer note 34.2)	11.54	-
Net interest cost	0.92	0.79
<b>Total Charge to statement of P&amp;L</b>	<b>16.82</b>	<b>5.47</b>

Amount charged to Other Comprehensive Income:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
Components of actuarial (gain) / loss on obligations:		
Due to Change in financial assumptions	(7.68)	1.29
Due to experience adjustments	(1.78)	(2.38)
Return on plan assets excluding amounts included in interest income	(0.69)	(0.29)
<b>Amounts recognized in Other Comprehensive Income</b>	<b>(10.15)</b>	<b>(1.38)</b>

Reconciliation of defined benefit obligation:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
<b>Opening Defined Benefit Obligation</b>	<b>36.67</b>	<b>34.53</b>
Current service cost	4.36	4.68
Past service cost (refer note 34.2)	11.54	-
Interest cost	2.30	2.37
Actuarial loss / (gain) due to change in financial assumptions	(7.68)	1.29
Actuarial loss / (gain) due to experience adjustments	(1.78)	(2.39)
Benefits paid	(2.61)	(3.81)
<b>Closing Defined Benefit Obligation</b>	<b>42.80</b>	<b>36.67</b>

Reconciliation of plan assets:

(₹ in crores)

Particulars	Gratuity	
	2025-2026	2024-2025
<b>Opening value of plan assets</b>	<b>20.39</b>	<b>21.22</b>
Interest Income	1.38	1.58
Return on plan assets excluding above	0.69	0.28
Contributions by employer	16.27	1.12
Benefits paid	(2.61)	(3.81)
<b>Closing value of plan assets</b>	<b>36.12</b>	<b>20.39</b>

Sensitivity analysis:

Assumptions	Change in assumptions		Increase/(decrease) in defined benefit obligation	
	Increase/decrease	Percentage	2025-2026	2024-2025
Discount rate	Increase by	0.5%	-3.21%	-3.89%
	Decrease by	0.5%	3.42%	4.17%
Salary growth rate	Increase by	0.5%	3.52%	4.06%
	Decrease by	0.5%	-3.34%	-3.83%

Sensitivity analysis for each significant actuarial assumptions namely Discount rate and Salary assumptions have been shown in the table above at the end of the reporting period, showing how the defined benefit obligation would have been affected by the changes. The Mortality and Attrition does not have a significant impact on the Liability, hence are not considered a significant actuarial assumption for the purpose of Sensitivity analysis. The method used to calculate the liability in these scenarios is by keeping all the other parameters and the data same as in the base liability calculation except the parameters to be stressed.

These plans typically expose the Holding Company to actuarial risks such as: actuarial risk, investment risk, liquidity risk, market risk and legislative risk.

**Actuarial Risk:**

It is the risk that arises if benefits cost more than expected due to various reasons such as adverse salary growth experience, variability in mortality rates and withdrawal rates.

**Investment risk:**

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Liquidity risk:**

A strain on the cash flows might occur on resignation / retirement of employees with high salaries and long duration or at a higher level hierarchy who accumulate significant benefits.

**Market risk:**

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. This risk might be significant in case of discount rate assumptions as this assumption may vary depending on the yields on the corporate / government bonds and hence, the valuation of liability might be exposed to fluctuations in the yields as at the valuation date.

**Legislative risk:**

Risk that arises due to change in legislation / regulation that can result in the risk of increase in the plan liabilities or reduction in the plan assets which will directly have an affect on the defined benefit obligation.

Expected contribution and weighted average duration for defined benefit obligation

Particulars	2025-2026	2024-2025
Expected contribution for the next year (₹ crores)	4.46	4.76
Weighted average duration for defined benefit obligation (years)	9.04	7.69

Asset-liability matching strategies

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

**48 SHARE BASED PAYMENT PLANS (ESOP)**

(i) During the year ended 31st March 2026 the Holding company has share based payment arrangements which are described below:

Type of arrangement	ESOP 2018	
	Senior Management stock option scheme - I	
Date of Grant	01.07.2023	
Number granted	5,00,000	
Contractual life	1-3 Years	
Vesting condition	As decided by Board/ Compensation Committee based on various factors	

(ii) Summary of stock option are as follows:

Particulars	ESOP 2018	
	2025-2026	2024-2025
Option outstanding at the beginning of the year (Nos.)	5,00,000	5,00,000
Granted during the year (Nos.)	-	-
Exercised during the year (Nos.)	-	-
Lapsed during the year (Nos.)	-	-
Surrendered/ Forfeited during the year (Nos.)	-	-
<b>Option outstanding at the end of the year (Nos.)</b>	<b>5,00,000</b>	<b>5,00,000</b>
Vested and exercisable at the end of the year (Nos.)	3,75,000	2,50,000
Weighted Average Exercise Price (₹)	370.00	370.00
Weighted Average Fair Value of Option at the measurement date * (₹)	122.00	122.00

\*The fair value at grant date is determined using the Black-Scholes-Merton Option Pricing Model which takes into account the market price of the optioned stock, exercise price, expected life of the option and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

(iii) Share options outstanding at the end of year have the following expiry dates and exercise prices

Grant Date	Expiry Date	Scheme Name	Exercise price (₹)	No. of ESOPS	
				2025-2026	2024-2025
1st July 2023	30th September 2026 *	ESOP 2018	370	2,50,000	2,50,000
1st July 2023	30th September 2026 *	ESOP 2018	370	1,25,000	1,25,000
1st July 2023	31st July 2027	ESOP 2018	370	1,25,000	1,25,000
<b>Total</b>				<b>5,00,000</b>	<b>5,00,000</b>

\* During the year, the Company has revised the expiry date of existing ESOPs from 30th September 2025 for 2,50,000 options and from 31st July 2026 for 1,25,000 options to 30th September 2026.

(iv) Expense arising from share-based payment transactions

Expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

(₹ in crores)

Particulars	2025-2026	2024-2025
Employee stock option plan	0.81	2.06
<b>Total</b>	<b>0.81</b>	<b>2.06</b>

**49 RESEARCH & DEVELOPMENT EXPENDITURE**

i) Total Research and Development expenditure including amount incurred at units approved by Department of Scientific &amp; Industrial Research:

(₹ in crores)

Particulars	2025-2026	2024-2025
Materials	32.89	28.26
Salaries, wages and Ex-gratia	28.63	28.52
Contribution to Provident fund and other Funds	3.71	2.09
Employee's welfare expenses	0.48	0.49
Rent	0.11	0.12
Insurance	0.25	0.32
Rates and Taxes	0.21	0.16
Repairs:		
- Plant and machinery	0.62	1.47
- Others	2.82	1.50
Power and fuel	2.73	2.63
Travelling and conveyance	0.20	0.24
Legal & Professional Expenses	2.91	2.71
Others (depreciation, bioequivalence studies, etc.)	23.00	21.49
<b>Total</b>	<b>98.56</b>	<b>90.00</b>

- ii) Research and Development expenditure at units approved by Department of Scientific & Industrial Research included in Total Research and Development expenditure (refer note 49 (i)) (₹ in crores)

Particulars	2025-2026	2024-2025
Materials	22.38	15.51
Salaries, wages and Ex-gratia	28.63	28.46
Contribution to Provident fund and other Funds	3.71	2.09
Employee's welfare expenses	0.48	0.49
Rent	0.11	0.12
Insurance	0.19	0.21
Rates and Taxes	0.21	0.16
Repairs:		
- Plant and machinery	0.62	1.47
- Others	2.82	1.50
Power and fuel	2.72	2.57
Travelling and conveyance	0.20	0.23
Legal & Professional Expenses	2.91	2.71
Others (depreciation, bioequivalence studies, etc.)	18.90	17.36
<b>Total</b>	<b>83.88</b>	<b>72.88</b>

#### 50 BUSINESS COMBINATIONS DURING THE YEAR

During the year ended 31st March 2025, the wholly owned subsidiary "Unichem Pharmaceutical (USA), Inc." had entered into an agreement with Bayshore Pharmaceuticals LLC, USA ("Bayshore USA") (wholly owned step-down subsidiary of Ipca Laboratories Limited, Company's Ultimate holding company) for purchase of USA generics formulations marketing/distribution business of Bayshore USA as a going concern through slump sale/transfer of entire business (debt free) and all goodwill associated with the business.

#### 51 FINANCIAL INSTRUMENTS

- i) The carrying value and fair value of financial instruments by category is as follows: (₹ in crores)

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets:*</b>				
<b>Amortised cost</b>				
Cash and cash equivalents	68.80	68.80	27.20	27.20
Other bank balances	5.22	5.22	28.05	28.05
Trade receivables	828.58	828.58	778.81	778.81
Loans	0.17	0.17	0.20	0.20
Other Financial Assets	13.01	13.01	9.66	9.66
<b>Fair value through profit or loss</b>				
Investments in mutual funds (including Cash and cash equivalents)	220.68	220.68	62.38	62.38
Investments in equity instruments	0.02	0.02	0.02	0.02
Derivative Instruments	-	-	3.44	3.44
<b>Total</b>	<b>1,136.48</b>	<b>1,136.48</b>	<b>909.76</b>	<b>909.76</b>
<b>Financial liabilities :</b>				
<b>Amortised cost</b>				
Borrowings	468.78	468.78	429.97	429.97
Lease liabilities	31.37	31.37	29.80	29.80
Trade payables	356.63	356.63	386.94	386.94
Other financial liabilities	37.05	37.05	64.91	64.91
<b>Fair value through profit or loss</b>				
Derivative Instruments	22.61	22.61	1.38	1.38
<b>Total</b>	<b>916.44</b>	<b>916.44</b>	<b>913.00</b>	<b>913.00</b>

\* excluding financial assets measured at cost

- ii) Fair value hierarchy

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Valuation techniques for which lowest level input that is significant to the fair value measurement is directly or indirectly observable;

Level 3: Valuation techniques for which lowest level input that is significant to the fair value measurement is directly or indirectly unobservable;

The following tables categorise the financial assets and liabilities held at fair value by the valuation methodology applied in determining their fair value.

**Fair value hierarchy as at 31st March 2026**

(₹ in crores)

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in equity instruments	-	-	0.02	0.02
Investments in mutual funds	220.68	-	-	220.68
Derivative Instruments gain / (loss)	-	-	-	-
<b>Financial Liabilities</b>				
Derivative Instruments gain / (loss)	-	(22.61)	-	(22.61)

**Fair value hierarchy as at 31st March 2025**

(₹ in crores)

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in equity instruments	-	-	0.02	0.02
Investments in mutual funds	62.38	-	-	62.38
Derivative Instruments gain / (loss)	-	3.44	-	3.44
<b>Financial Liabilities</b>				
Derivative Instruments gain / (loss)	-	(1.38)	-	(1.38)

**Determination of fair values:**

The following are the basis of assumptions used to estimate the fair value of financial assets and liabilities that are measured at fair value on recurring basis:

**Investment in mutual funds:**

The fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors.

**Equity investments:**

- Equity investments traded in an active market determined by reference to their quoted market prices.
- Investments which are designated through other comprehensive income are fair valued and the changes in fair value is recognised in other comprehensive income. There are no gains / losses from such investments.

**Derivative instruments:**

For forward contracts and cross currency interest rate swaps, future cash flows are estimated based on forward exchange rates and forward interest rates (from observable forward exchange rates / yield curves at the end of the reporting period) and contract forward exchange rates and forward interest rates, discounted at a rate that reflects the credit risk of respective counterparties.

**52 FINANCIAL RISK MANAGEMENT**

The Group's activities are exposed to variety of financial risks. These risks include market risk (including foreign exchange risk and interest rate risks), credit risks and liquidity risk. The Group's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Group through established policies and processes which are laid down to ascertain the extent of risks, setting appropriate limits, controls, continuous monitoring and its compliance.

**Market risk:**

Market risk refers to the possibility that changes in the market rates may have impact on the Group's profits or the value of its holding of financial instruments. The Group is exposed to market risks on account of foreign exchange rates, interest rates and underlying equity prices.

**Foreign currency exchange rate risk:**

The Group's foreign currency risk arises from its foreign operations, investments in foreign subsidiaries and foreign currency transactions. The fluctuation in foreign currency exchange rates may have potential impact on the income statement 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 consolidated entities.

Since a major part of the group's operating revenue is in foreign currency and major part of the costs are in Indian Rupees, any movement in currency rates would have impact on the group's performance. Consequently, the overall objective of the foreign currency risk management is to minimize the short term currency impact on its revenue and cash-flow in order to improve the predictability of the financial performance.

The major foreign currency exposures for the group are denominated in USD & EURO. Additionally, there are transactions which are entered into in other currencies and are not significant in relation to the total volume of the foreign currency exposures. The group hedges trade receivables upto a maximum of 12 months forward based on historical trends. Hedge effectiveness is assessed on a regular basis.

The following table sets forth information relating to foreign currency exposure from USD, EURO and other currencies (which are not material) form non-derivative financial instruments:

(₹ in crores)

As at 31st March 2026	USD	Euro	Others*	Total
<b>Assets</b>				
Trade Receivables and vendor advances	526.83	25.84	1.71	554.38
<b>Total</b>	<b>526.83</b>	<b>25.84</b>	<b>1.71</b>	<b>554.38</b>
<b>Liabilities</b>				
Trade Payables and customer advances	140.91	0.44	0.27	141.62
Borrowings	53.35	-	-	53.35
<b>Total</b>	<b>194.26</b>	<b>0.44</b>	<b>0.27</b>	<b>194.97</b>
<b>Net Assets / (Liabilities)</b>	<b>332.57</b>	<b>25.40</b>	<b>1.44</b>	<b>359.41</b>

\* Others mainly include currency namely GBP, ZAR & CAD

(₹ in crores)

As at 31st March 2025	USD	Euro	Others**	Total
<b>Assets</b>				
Trade Receivables and vendor advances	241.78	31.83	1.06	274.67
<b>Total</b>	<b>241.78</b>	<b>31.83</b>	<b>1.06</b>	<b>274.67</b>
<b>Liabilities</b>				
Trade Payables and customer advances	26.47	3.53	0.43	30.43
Borrowings	112.43	-	-	112.43
Short term provision [EU fine net of deposit - refer note 37]	-	103.74	-	103.74
<b>Total</b>	<b>138.90</b>	<b>107.27</b>	<b>0.43</b>	<b>246.60</b>
<b>Net Assets / (Liabilities)</b>	<b>102.88</b>	<b>(75.44)</b>	<b>0.63</b>	<b>28.07</b>

\*\* Others mainly include currency namely GBP, ZAR, CAD & CHF

#### Sensitivity analysis

(₹ in crores)

Particulars	Foreign Currency Sensitivity					
	As at 31st March 2026			As at 31st March 2025		
	USD	Euro	Others	USD	Euro	Others
1% Appreciation in INR Impact on Profit & Loss	(3.33)	(0.25)	(0.01)	(1.03)	0.75	(0.01)
1% Depreciation in INR Impact on Profit & Loss	3.33	0.25	0.01	1.03	(0.75)	0.01

#### Interest Rate Risk:

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates and where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments or borrowings will fluctuate because of fluctuations in the interest rates.

#### Exposure to interest rate risk

The Holding Company adopts a policy of ensuring that maximum of its interest rate risk exposure is at a fixed rate and there are no financial instruments with floating interest rates.

#### Credit risk:

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Financial instruments that are subject to concentrations of credit risk materially consists of trade receivables, investments and derivative financial instruments.

All trade receivables are subject to credit risk exposure. The Holding Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country, in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through established policies, controls relating to credit approvals and procedures for continuously monitoring the creditworthiness of customers to which the Holding Company grants credit terms in the normal course of business. The Holding Company uses expected credit loss model to assess the impairment loss or gain. The Holding Company uses a provision matrix to compute the expected credit loss allowance for trade receivables (other than from subsidiaries) and unbilled revenues. The Holding Company does not have significant concentration of credit risk related to trade receivables. In the current year, there are two external third party customer which contributes to more than 10% of outstanding accounts receivable (excluding outstanding from subsidiaries) as of 31st March 2025. In previous year, there were two external third party customers which contributed to more than 10% of outstanding accounts receivable (excluding outstanding from subsidiaries).

The Holding Company limits its exposure to credit risk by generally investing in liquid securities having and only with counterparties that have a good credit rating. The Holding company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors.

None of the financial instruments of the Holding Company result in material concentration of credit risk. Geographic concentration of credit risk relating to trade receivable (other than subsidiaries) is predominantly there in USA i.e. above 10% and less than 10% in other countries. Refer note no. 12 for movement in expected credit loss allowance.

**Liquidity risk:**

Liquidity risk refers to the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group generates cash flows from operations to meet its financial obligations, maintains adequate liquid assets in the form of cash & cash equivalents and has undrawn short term line of credits from banks to ensure necessary liquidity.

Contractual maturities of significant financial liabilities are as below:

(₹ in crores)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 year	As at 31st March 2026
Trade Payable	356.63	-	-	-	356.63
Borrowings	431.11	16.15	26.32	-	473.58
Lease liabilities	6.74	6.46	15.51	18.46	47.17
Other financial liabilities	59.66	-	-	-	59.66
<b>Total</b>	<b>854.14</b>	<b>22.61</b>	<b>41.83</b>	<b>18.46</b>	<b>937.04</b>

(₹ in crores)

Particulars	Less than 1 year	1-2 years	2-5 years	More than 5 year	As at 31st March 2025
Trade Payable	386.94	-	-	-	386.94
Borrowings	352.76	28.45	38.28	-	419.49
Lease liabilities	7.22	7.26	13.21	21.41	49.10
Other financial liabilities	66.29	-	-	-	66.29
<b>Total</b>	<b>813.21</b>	<b>35.71</b>	<b>51.49</b>	<b>21.41</b>	<b>921.82</b>

**Capital Management**

Equity share capital and other equity (other than ESOP reserve and other comprehensive income) are considered for the purpose of Group's capital management (refer Statement of Changes in Equity of consolidated financial statement). There are no externally imposed capital requirements on the Group. The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group monitors the return on capital as well as the level of dividends on its equity shares. The Group's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The Group is predominantly equity financed. Further, the Group's current assets has always been higher than the liabilities. Also current assets includes cash and bank balances along with investment which is predominantly investment in liquid and short term mutual funds being far in excess of borrowings / debt.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March 2026 and 31st March 2025.

**53 ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF THE GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS TO SCHEDULE III TO THE COMPANIES ACT, 2013**

**(a) As at and for the year ended 31st March 2026**

Name of the Entity	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	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	As % of consolidated total comprehensive income	₹ in crores
<b>Parent</b>								
Unichem Laboratories Ltd.	96.68%	2,627.10	62.86%	158.94	63.39%	7.60	62.89%	166.54
<b>Subsidiaries</b>								
<b>Foreign</b>								
Niche Generics Limited.	0.09%	2.37	4.39%	11.09	-3.75%	(0.45)	4.02%	10.65
Unichem SA Pty Ltd.	0.09%	2.42	-0.36%	(0.90)	4.67%	0.56	-0.13%	(0.35)
Unichem Farmaceutica Do Brasil Ltda	-0.72%	(19.69)	-0.69%	(1.74)	-28.94%	(3.47)	-1.97%	(5.22)
Unichem Pharmaceuticals (USA) Inc .	9.44%	256.65	0.12%	0.31	211.01%	25.30	9.67%	25.61
Unichem Laboratories Limited. (Incorporated in Ireland)	0.03%	0.80	0.04%	0.10	0.25%	0.03	0.05%	0.12
Unichem China Pvt Ltd.	0.01%	0.23	-0.47%	(1.20)	0.42%	0.05	-0.43%	(1.15)
<b>Associate</b>								
Synchron Research Pvt Ltd.	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Consolidation Adjustments	-5.61%	(152.44)	34.11%	86.24	-147.04%	(17.63)	25.91%	68.63
<b>Total</b>	<b>100%</b>	<b>2,717.44</b>	<b>100%</b>	<b>252.84</b>	<b>100%</b>	<b>11.99</b>	<b>100%</b>	<b>264.83</b>

Note:

- The amounts given in the table above are from the annual accounts made for the financial year ended 31st March 2026, for each of the companies.
- The Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on 31st March 2026.

**(b) As at and for the year ended 31st March 2025**

Name of the Entity	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	₹ in crores	As % of consolidated profit or loss	₹ in crores	As % of consolidated other comprehensive income	₹ in crores	As % of consolidated total comprehensive income	₹ in crores
<b>Parent</b>								
Unichem Laboratories Ltd.	100.37%	2,459.75	118.50%	162.96	-1.43%	0.10	124.90%	163.06
<b>Subsidiaries</b>								
<b>Foreign</b>								
Niche Generics Limited.	-0.34%	(8.27)	-3.05%	(4.19)	4.45%	(0.31)	-3.44%	(4.49)
Unichem SA Pty Ltd.	0.11%	2.76	-0.05%	(0.07)	-2.30%	0.16	0.07%	0.09
Unichem Farmaceutica Do Brasil Ltda	-0.59%	(14.48)	-10.04%	(13.81)	-3.59%	0.25	-10.39%	(13.56)
Unichem Pharmaceuticals (USA) Inc .	9.39%	230.23	38.09%	52.38	-93.97%	6.55	45.13%	58.92
Unichem Laboratories Limited. (Incorporated in Ireland)	0.03%	0.68	0.82%	1.13	-0.14%	0.01	0.87%	1.14
Unichem China Pvt Ltd.	0.01%	0.32	-0.64%	(0.88)	-0.14%	0.01	-0.67%	(0.87)
<b>Associate</b>								
Synchron Research Pvt Ltd.	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Consolidation Adjustments	-8.99%	(220.40)	-43.63%	(60.00)	197.13%	(13.74)	-56.48%	(73.74)
<b>Total</b>	<b>100%</b>	<b>2,450.59</b>	<b>100%</b>	<b>137.52</b>	<b>100%</b>	<b>(6.97)</b>	<b>100%</b>	<b>130.55</b>

Note:

- The amounts given in the table above are from the annual accounts made for the financial year ended 31st March 2025, for each of the companies.
- The Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, have been given based on the exchange rates as on 31st March 2025.
- Consolidation Adjustments include transactions of Bayshore business upto the date of agreement.

- 54 As on 31st March 2026, the Holding Company and its subsidiaries have not been declared wilful defaulter by any bank / financial institution or other lender.
- 55 The Holding Company and its subsidiaries are not engaged in the business of trading or investing in crypto currency or virtual currency and hence no disclosure is required.
- 56 The Holding Company has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017.
- 57 The Holding Company and its Subsidiaries have not advanced any funds or loaned or invested to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Holding Company and its Subsidiaries (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries. The Holding Company and its Subsidiaries have not received any funds from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such Company shall whether, 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.
- 58 No proceedings have been initiated or are pending against the Holding Company as on 31st March 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- 59 The Holding Company does not have any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 and hence no disclosure is required.
- 60 The Holding Company has not entered into any scheme of arrangements in terms of sections 230 to 237 of the Companies Act, 2013.
- 61 There is no transaction that is not recorded in the books of accounts of the Holding Company that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- 62 Figures for the previous year have been regrouped wherever considered necessary.

As per our report of even date attached  
**For N. A. Shah Associates LLP**  
 Chartered Accountants  
 Firm's Registration No.: 116560W/W100149

**Bhavin Kapadia**  
 Partner  
 Membership No.: 118991

Place: Mumbai  
 Date: 22nd May 2026

**For and on behalf of the Board of Directors**

**Pranay Godha**  
 Non-Executive, Non-Independent Director (DIN: 00016525)  
**Pabitrakumar Bhattacharyya**  
 Managing Director and Chief Executive Officer (DIN: 07131152)  
**Sanjay Jain**  
 Chief Financial Officer (Membership no. ACA 110009)  
**Pradeep Bhandari**  
 Head - Legal & Company Secretary (Membership no. ACS 14177)

## Form AOC - 1

(Pursuant to first proviso to Sub-Section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

### Part "A" : Subsidiaries

(₹ in crores)

1	Sl. No.	1	2	3	4	5	6
2	Name of the Subsidiary	Unichem Farmaceutica Do Brasil Ltda.	Unichem Laboratories Limited, Ireland	Unichem Pharmaceuticals (USA) Inc.	Niche Generics Limited	Unichem S.A (Proprietary) Limited	Unichem (China) Pvt. Ltd.
3	Financial year ending	31st March 2026	31st March 2026	31st March 2026	31st March 2026	31st March 2026	31st March 2026
4	Reporting currency	BRL	EURO	USD	GBP	ZAR	RMB
5	Exchange rate as on the last date of the relevant financial Year	1 BRL = ₹ 18.01	1 EURO = ₹ 95.99	1 USD = ₹ 94.83	1 GBP = ₹ 125.59	1 ZAR = ₹ 5.53	1 RMB = ₹ 13.72
6	Share Capital	54.27	26.49	71.58	70.64	0.11	10.88
7	Reserves & Surplus	(73.96)	(25.69)	185.07	(68.27)	2.31	(10.66)
8	Total Assets	30.81	3.91	1,130.92	55.41	3.96	0.35
9	Total Liabilities	50.50	3.11	874.27	53.04	1.54	0.12
10	Investments	-	-	-	-	-	-
11	Turnover	58.96	0.88	1,440.46	163.87	10.91	-
12	Profit/ (Loss) before Taxation	(1.27)	0.10	1.41	11.09	(0.70)	(1.20)
13	Provision for Taxation	(0.47)	-	(1.10)	-	(0.20)	-
14	Profit/ (Loss) after Taxation	(1.74)	0.10	0.31	11.09	(0.90)	(1.20)
15	Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil
16	% of share holding	100	100	100	100	100	100

Notes:

- Name of Subsidiaries which are yet to commence operations: None
- Names of Subsidiaries which have been liquidated or sold during the year: The Company has sold its 100% equity shares in its subsidiary Unichem Laboratories Ltd, Ireland to its parent company Ipca Laboratories Ltd on 25th April 2025.
- The amounts given in the table above are from the annual accounts made for the respective financial year end for each of the companies.
- The Indian rupee equivalents of the figures in serial no. 6 to 9 are given based on the exchange rates as on 31st March, 2026 and the Indian rupee equivalents of the figures in serial no. 11 to 14 are given based on the yearly average exchange rates.
- Turnover figures do not include Other Income. Profit/ (Loss) figures do not include Other Comprehensive Income.

### Part "B": Associates and Joint Ventures

#### Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint ventures

1	Name of the Associate	Synchron Research Services Private Limited
2	Latest audited Balance Sheet Date	31st March 2024
3	Shares of Associate held by the company on the year end: No. of shares Amount of investment in Associates (Net of provision of impairment) Extent of Holding %	2,08,333 Nil 32.11%
4	Description of how there is significant influence	Percentage of holding of share capital
5	Reason why the associate is not consolidated	Not Applicable
6	Net worth attributable to Shareholding as per latest audited Balance Sheet	₹ (1.06) crores
7	Profit/Loss for the year: i. Considered in Consolidation (as per unaudited financial statements for FY 2025-26) ii. Not considered in Consolidation	Nil. Also refer para 10 of 'Independent Auditor's Report on the Audit of the Consolidated Financial Statement'. Not Applicable

Notes:

- Name of Associates which are yet to commence operations: None
- Names of Associates which have been liquidated or sold during the year: None

#### For and on behalf of the Board of Directors

**Pranay Godha**

Non-Executive, Non-Independent Director (DIN: 00016525)

**Pabitrakumar Bhattacharyya**

Managing Director and Chief Executive Officer (DIN: 07131152)

**Sanjay Jain**

Chief Financial Officer (Membership no. ACA 110009)

**Pradeep Bhandari**

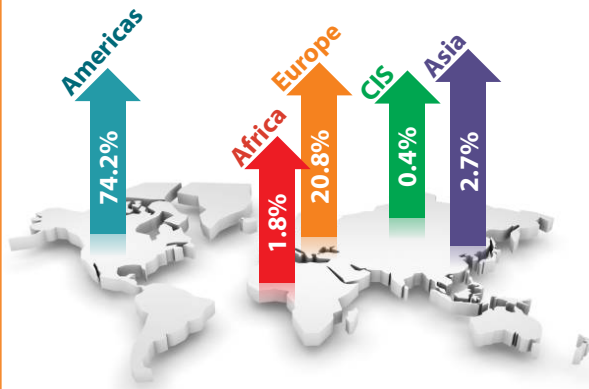
Head - Legal & Company Secretary (Membership no. ACS 14177)

Place: Mumbai

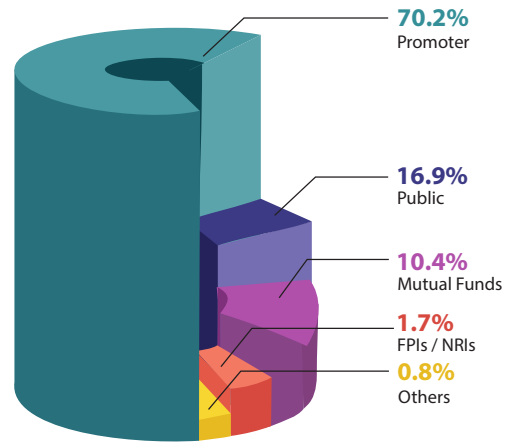
Date: 22nd May 2026



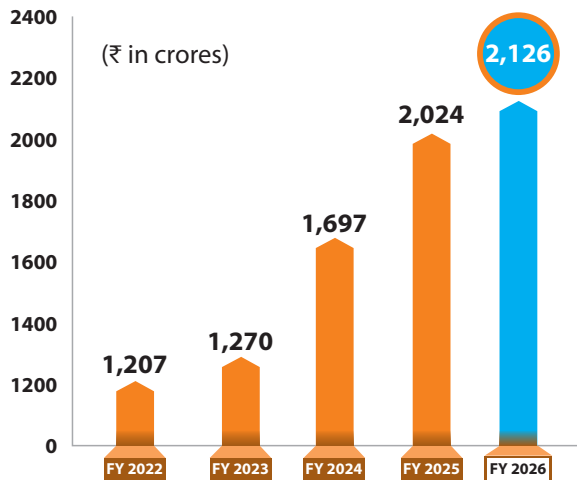
## EXPORTS BY REGION



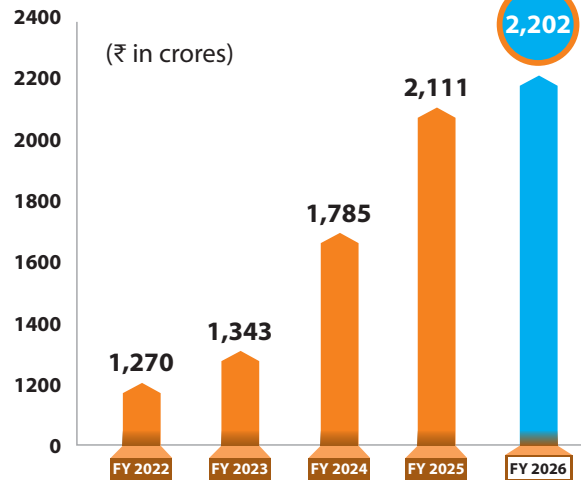
## SHAREHOLDING PATTERN



## CONSOLIDATED EXPORTS



## CONSOLIDATED REVENUE



## Plant Locations

### API Plants

#### ROHA

99, MIDC Area, Roha  
District Raigad - 402 116  
Maharashtra

#### PITHAMPUR

Plot No. 197, Sector - I  
Pithampur, District Dhar - 454 775  
Madhya Pradesh

#### KOLHAPUR

Plot No. T – 47, Five Star MIDC  
Kagal - Hatkanangale,  
District Kolhapur - 416 236, Maharashtra

### Formulation Plants

#### GHAZIABAD

C 31, 32 & D10, Industrial Area  
Meerut Road, Ghaziabad  
Pin - 201 003 Uttar Pradesh

#### GOA

Plot No.10, 11, 15 to 18 & 17(A)  
Pilerne Industrial Estate  
Pilerne, Bardez - 403 511, Goa

#### BADDI

Bhatauli Kalan  
District Solan, Baddi - 173205  
Himachal Pradesh

## Research and Development Centre

#### GOA

Plot No.12 to 14,  
Pilerne Industrial Estate  
Pilerne, Bardez - 403 511, Goa



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Kandivli (West), Mumbai – 400 067  
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Website: [www.unichemlabs.com](http://www.unichemlabs.com)