Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language
(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) U51900GJ1989PLC079501

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) 31/03/2025

(c) *Type of Annual filing (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ZYDUS HEALTHCARE LIMITED	ZYDUS HEALTHCARE LIMITED
Registered office address	Zydus Corporate Park,Scheme No. 63, Survey No. 536 Khoraj(Gandhinagar),Nr. Vaishnodevi Circ,le,,NA,Ahmedabad,Ahmedabad,Gujarat,India,382481	Zydus Corporate Park,Scheme No. 63, Survey No. 536 Khoraj(Gandhinagar),Nr. Vaishnodevi Circ,le,,NA,Ahmedabad,Ahmedabad,Gujarat,India,382481
Latitude details	23.1322	23.1322
Longitude details	72.5429	72.5429

(a) *Photograph of the registered office of the Company showing external building and name prominently visible Photograph ZCP AR 31 03 2025.pdf

(b) *Permanent Account Number (PAN) of the company AA******5Q

(c) *e-mail ID of the company *****yd.gupta@zyduslife.com

(d) *Telephone number with STD code 79******00

(e) Website

iv *Date of Incorporation (DD/MM/YYYY) 02/08/1989

v (a) *Class of Company (as on the financial year end date) Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ○ Yes ◉ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ○ No

(b) If yes, date of AGM (DD/MM/YYYY) 04/08/2025

(c) Due date of AGM (DD/MM/YYYY) 30/09/2025

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	21	Manufacture of pharmaceuticals, medicinal chemical and botanical products	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	L24230GJ1995PLC025878		ZYDUS LIFESCIENCES LIMITED	Holding	100.00
2	U24230GJ2010PTC063425		GERMAN REMEDIES PHARMACEUTICALS PRIVATE LIMITED	Subsidiary	100.00

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	3100000.00	2161742.00	2161742.00	2161742.00

Total amount of equity shares (in rupees)	310000000.00	216174200.00	216174200.00	216174200.00

Number of classes: 1

Class of shares EQUITY	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	3100000	2161742	2161742	2161742
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	310000000.00	216174200.00	216174200	216174200

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	138230000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	13643000000.00	0.00	0.00	0.00

Number of classes: 3

Class of shares 8% REDEEMABLE NON CUMULATIVE PREFERENCE SHARES	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	30000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	3000000.00	0.00	0	0

Class of shares PREFERENCE SHARE CAPITAL	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	2000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	20000000.00	0.00	0	0

Class of shares 8% OCRPS	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	136200000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	13620000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	8	2161734	2161742.00	216174200	216174200	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NIL	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NIL	0	0	0.00		0	
At the end of the year	8.00	2161734.00	2161742.00	216174200.00	216174200.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NIL	0	0	0.00		0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NIL	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)
(a) Non-convertible debentures

*Number of classes 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes | 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover 40082687969

ii * Net worth of the Company 61876455924

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	12	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2161730	100.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	2161742.00	100	0.00	0

Total number of shareholders (promoters) 7

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)	0
Total number of shareholders (Promoters + Public/Other than promoters)	7.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	2
2	Individual - Male	4
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year	Number of directors at the end of the year	Percentage of shares held by directors as at the end of year

	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	1	0	1	0	0
B Non-Promoter	1	4	1	4	0.00	0.00
i Non-Independent	1	1	1	2	0	0
ii Independent	0	3	0	2	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	5	1	5	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 8

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	**DIN/PAN**	**Designation**	**Number of equity shares held**	**Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)**
SHARVIL PANKAJBHAI PATEL	00131995	Director	2	
DEEVYESHKUMAR JAGJIVAN RADIA	00297736	Director	0	
VIJAY BHALERAO	10941925	Whole-time director	0	
NITINKUMAR DALSUKHRAY PAREKH	00155570	Director	2	
DHARMISHTA NARENDRAPRASAD RAVAL	02792246	Additional Director	0	
BHADRESH KANTILAL SHAH	00058177	Additional Director	0	
ARVIND BOTHRA	AHUPB3465H	CFO	0	
SANJAY KUMAR GUPTA	AIRPG1984E	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
DHARMISHTA NARENDRAPRASAD RAVAL	02792246	Director	05/08/2024	Cessation
BHADRESH KANTILAL SHAH	00058177	Additional Director	05/08/2024	Appointment
HARISH RAJENDRA SADANA	00026483	Managing Director	10/02/2025	Cessation
VIJAY BHALERAO	10941925	Whole-time director	11/02/2025	Appointment
BHAVANA SHARADCHANDRA DOSHI	02067636	Director	06/03/2025	Cessation
DHARMISHTA NARENDRAPRASAD RAVAL	02792246	Additional Director	24/03/2025	Appointment

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IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held 1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	05/08/2024	7	7	100

B BOARD MEETINGS

*Number of meetings held 7

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

1	13/05/2024	6	6	100
2	05/08/2024	6	6	100
3	25/09/2024	6	6	100
4	09/11/2024	6	5	83.33
5	03/02/2025	6	6	100
6	10/02/2025	6	5	83.33
7	24/03/2025	5	5	100

C COMMITTEE MEETINGS

Number of meetings held: 21

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE MEETING	13/05/2024	4	4	100
2	AUDIT COMMITTEE MEETING	05/08/2024	4	4	100
3	AUDIT COMMITTEE MEETING	09/11/2024	4	4	100
4	AUDIT COMMITTEE MEETING	03/02/2025	4	4	100
5	NOMINATION AND REMUNERATION	13/05/2024	4	4	100
6	NOMINATION AND REMUNERATION	05/08/2024	4	4	100
7	NOMINATION AND REMUNERATION	10/02/2025	4	3	75
8	NOMINATION AND REMUNERATION	24/03/2025	3	3	100
9	CSR COMMITTEE	13/05/2024	3	3	100
10	CSR COMMITTEE	05/08/2024	3	3	100
11	CSR COMMITTEE	03/02/2025	3	3	100
12	SEPARATE MEETING OF INDEPENDENT DIRECTORS	03/02/2025	3	3	100

13	FINANCE AND ADMINISTRATION COMMITTEE	22/04/2024	3	2	66.67
14	FINANCE AND ADMINISTRATION COMMITTEE	27/05/2024	3	2	66.67
15	FINANCE AND ADMINISTRATION COMMITTEE	03/07/2024	3	2	66.67
16	FINANCE AND ADMINISTRATION COMMITTEE	09/08/2024	3	2	66.67
17	FINANCE AND ADMINISTRATION COMMITTEE	11/09/2024	3	2	66.67
18	FINANCE AND ADMINISTRATION COMMITTEE	09/11/2024	3	2	66.67
19	FINANCE AND ADMINISTRATION COMMITTEE	27/11/2024	3	2	66.67
20	FINANCE AND ADMINISTRATION COMMITTEE	17/12/2024	3	2	66.67
21	FINANCE AND ADMINISTRATION COMMITTEE	22/01/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	**Name of the Director**	**Board Meetings**			**Committee Meetings**			**Whether attended AGM held on**
		Number of Meetings which director was entitled to attend	**Number of Meetings attended**	**% of attendance**	**Number of Meetings which director was entitled to attend**	**Number of Meetings attended**	**% of attendance**	04/08/2025 (Y/N/NA)
1	SHARVIL PANKAJBHAI PATEL	7	7	100	7	7	100	No
2	DEEVYESHKUMAR JAGJIVAN RADIA	7	7	100	9	9	100	Yes
3	VIJAY BHALERAO	1	1	100	0	0	0	No
4	NITINKUMAR DALSUKHRAY PAREKH	7	7	100	8	8	100	Yes
5	DHARMISHTA NARENDRAPRASAD RAVAL	2	2	100	0	0	0	Yes

6	BHADRESH KANTILAL SHAH	5	4	80	1	1	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HARISH SADANA	Managing Director	73185390	0	0	0	73185390.00
2	VIJAY BHALERAO	Whole-time director	2916571	0	0	0	2916571.00
	Total		76101961.00	0.00	0.00	0.00	76101961.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ARVIND BHOTHRA	CFO	25564698	0	0	0	25564698.00
2	SANJAY KUMAR GUPTA	Company Secretary	3553516	0	0	0	3553516.00
	Total		29118214.00	0.00	0.00	0.00	29118214.00

C *Number of other directors whose remuneration details to be entered: 5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SHARVIL P PATEL	Director	0	0	0	700000	700000.00
2	NITIN D PAREKH	Director	0	0	0	750000	750000.00
3	DEEVYESH J RADIA	Director	0	550000	0	800000	1350000.00
4	BHADRESH K SHAH	Additional Director	0	375000	0	250000	625000.00
5	DHARMISHTA N RAVAL	Alternate Director	0	550000	0	100000	650000.00
	Total		0.00	1475000.00	0.00	2600000.00	4075000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 7

XIV Attachments

(a) List of share holders, debenture holders: ZHL 31 03 2025 Details of Shareholder or Debenture holder (1).xlsm

(b) Optional Attachment(s), if any | Form MGT - 8 ZHL COM.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of ZYDUS HEALTHCARE LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name	ASHISH C DOSHI
Date (DD/MM/YYYY)	11/09/2025
Place	AHMEDABAD

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number	2*5*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	00131995
*(b) Name of the Designated Person	SHARVIL PANKAJBHAI PATEL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 07 dated* (DD/MM/YYYY) 16/05/2025 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:
1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation
(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*1*1*9*

***To be digitally signed by**

◉ Company Secretary ◯ Company secretary in practice

*Whether associate or fellow:

◉ Associate ◯ Fellow

Membership number	1*4*2
Certificate of practice number	

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

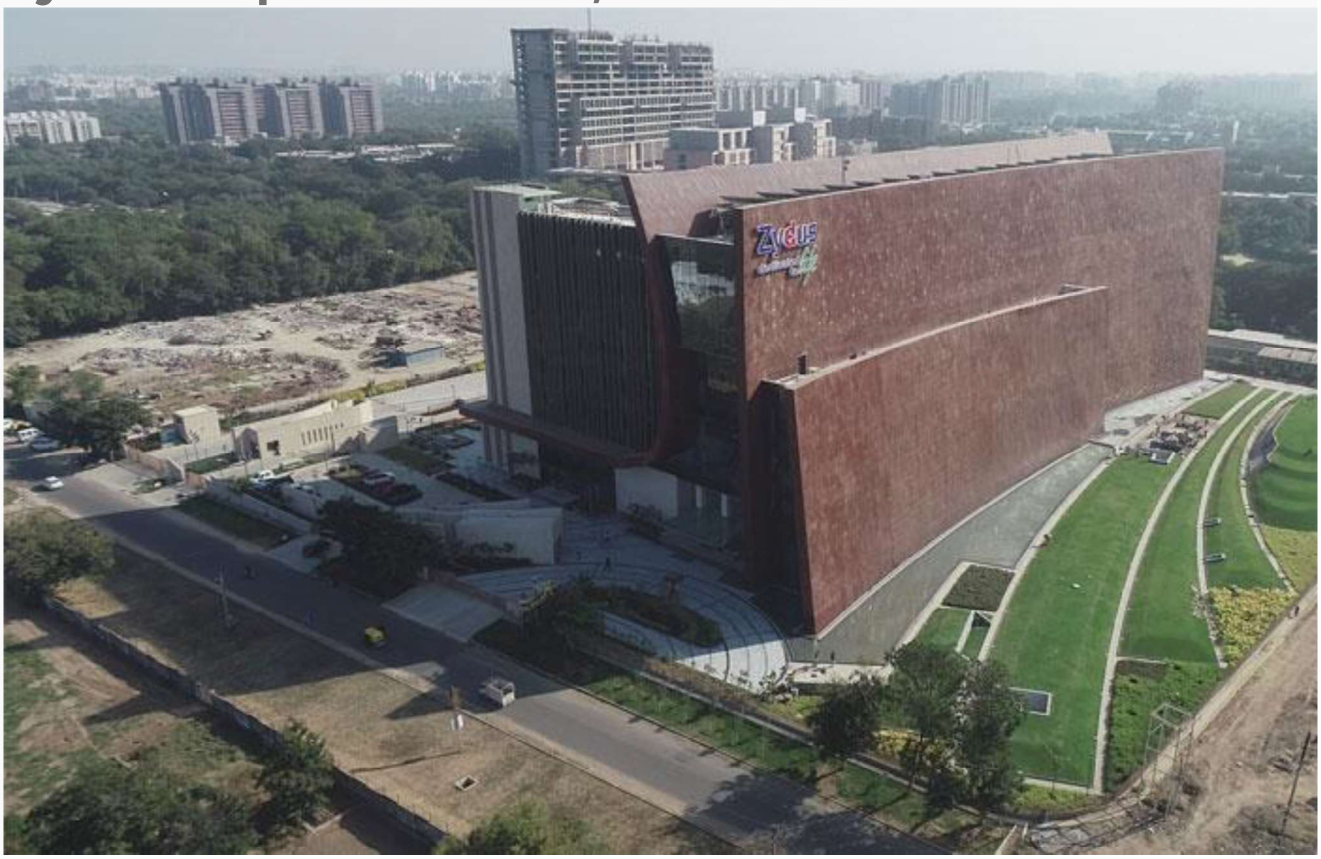
For office use only:

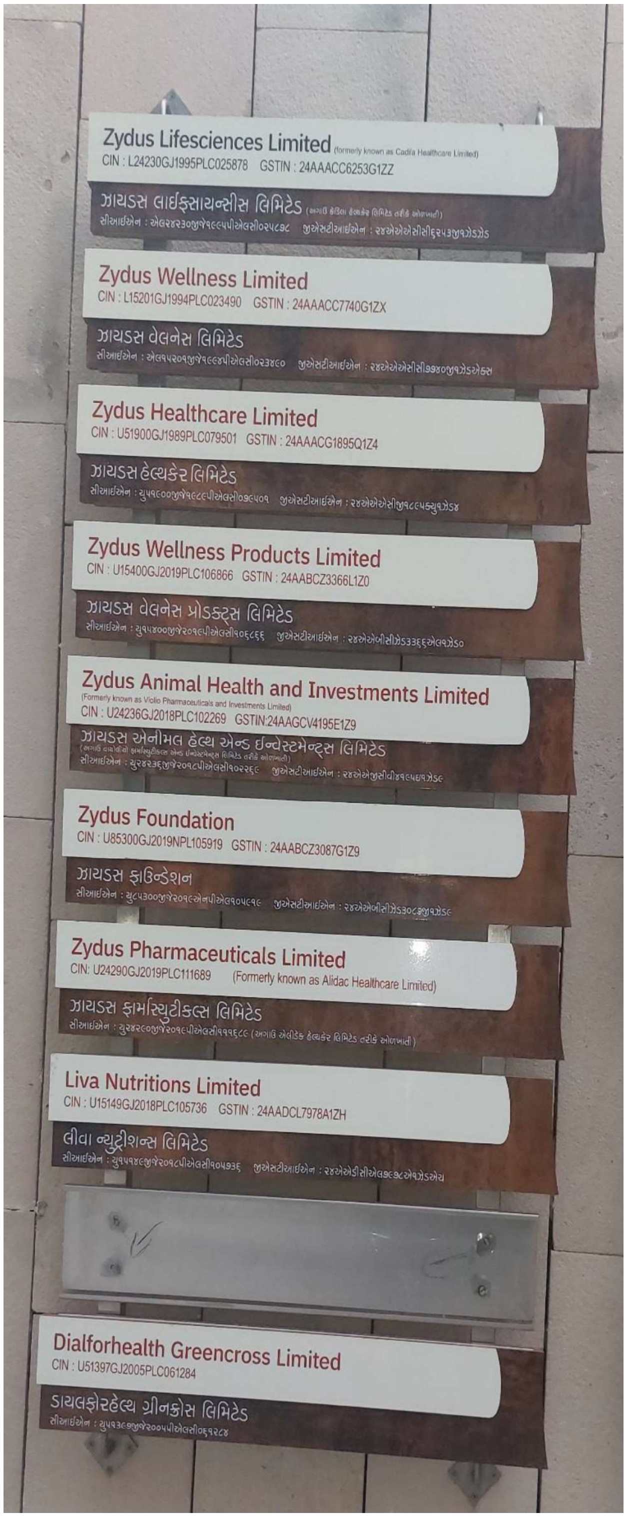
eForm Service request number (SRN)	AB6718632
eForm filing date (DD/MM/YYYY)	12/09/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Zydus Lifesciences Limited

Zydus Corporate House, Ahmedabad




Zydus Lifesciences Limited (formerly known as Cadila Healthcare Limited)
CIN : L24230GJ1995PLC025878 GSTIN : 24AAACC6253G1ZZ
ઝાયડસ લાઈફસાયન્સીસ લિમિટેડ
Zydus Wellness Limited
CIN : L15201GJ1994PLC023490 GSTIN : 24AAACC7740G1ZX
ઝાયડસ વેલનેસ લિમિટેડ
Zydus Healthcare Limited
CIN : U51900GJ1989PLC079501 GSTIN : 24AAACG1895Q1Z4
ઝાયડસ હેલ્થકેર લિમિટેડ
Zydus Wellness Products Limited
CIN : U15400GJ2019PLC106866 GSTIN : 24AABCZ3366L1Z0
ઝાયડસ વેલનેસ પ્રોડક્ટ્સ લિમિટેડ
Zydus Animal Health and Investments Limited
(Formerly known as Violio Pharmaceuticals and Investments Limited)
CIN : U24236GJ2018PLC102269 GSTIN:24AAGCV4195E1Z9
ઝાયડસ એનીમલ હેલ્થ એન્ડ ઈન્વેસ્ટમેન્ટ્સ લિમિટેડ
Zydus Foundation
CIN : U85300GJ2019NPL105919 GSTIN : 24AABCZ3087G1Z9
ઝાયડસ ફાઉન્ડેશન
Zydus Pharmaceuticals Limited
CIN: U24290GJ2019PLC111689 (Formerly known as Alidac Healthcare Limited)
ઝાયડસ ફાર્માસ્યુટીકલ્સ લિમિટેડ
Liva Nutritions Limited
CIN : U15149GJ2018PLC105736 GSTIN : 24AADCL7978A1ZH
લીવા ન્યુટ્રીશન્સ લિમિટેડ
Dialforhealth Greencross Limited
CIN : U51397GJ2005PLC061284
ડાયલફોરહેલ્થ ગ્રીનક્રોસ લિમિટેડ


ડાયલફોરહેલ્થ યુનીટી લિમિટેડ
Biochem Pharmaceutical Private Limited
CIN : U24304GJ2017PTC097977
બાયોકેમ ફાર્માસ્યુટીકલ પ્રાઈવેટ લિમિટેડ
Zydus Strategic Investments Limited
CIN : U65999GJ2020PLC114493 GSTIN : 24AABCZ5432D1ZM
ઝાયડસ સ્ટ્રેટેજીક ઈન્વેસ્ટમેન્ટસ લિમિટેડ
Recon Pharmaceuticals and Investments
GSTIN : 24ABAFR7916F1ZA
રેકોન ફાર્માસ્યુટીકલ્સ એન્ડ ઈન્વેસ્ટમેન્ટસ
Zydus VTEC Limited
CIN : U85100GJ2020PLC116282 GSTIN : 24AABCZ5857G1Z3
ઝાયડસ વીટેક લિમિટેડ
Zydus Medtech Private Limited
CIN : U32509GJ2024PTC147925 GSTIN : 24AACCZ3342F1ZK
ઝાયડસ મેડટેક પ્રાઈવેટ લિમિટેડ
Registered Office : Zydus Corporate Park, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, Sarkhej - Gandhinagar Highway, Ahmedabad - 382481.

SPANJ
& ASSOCIATES
Company Secretaries
A Peer Reviewed Firm

Form No. MGT 8
[Pursuant to section 92 (2) of the companies Act, 2013 and rule 11 (2) of Compani es (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Zydus Health care Limited** (the Company)as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder on test check basis for the financial year ended on **March 31, 2025**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;

2. Maintenance of registers/records & making entries therein within the time prescribed thereof;

3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time with or without additional fees as the case may be,

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proceedings including the circular resolutions, if any, have been recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5. The company had fixed September 25, 2024 and March 24, 2025 as record date for 1st Interim Dividend and for 2nd Interim Dividend, respectively to ascertain entitlement of dividend payable to Equity shareholders of the company during the year;

6. There were no transactions falling under the provisions of section 185 of The Act relating to advances/loans to its directors and/or persons or firms or companies referred in said section;

7. Contracts/arrangements with related parties as specified in section 188 of the Act were as per details in Note No. 39 of Notes to Accounts in audited accounts of the company. We were given to understand that all related party transactions were on arm's length

Tf/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph : 079-26421414, 26421555, e-mail : csdoshiac@gmail.com M : 098250 64740

SPANJ & ASSOCIATES COMPANY SECRETARIES

basis which were approved by Audit committee as well as Board of Directors in terms of applicable provisions of The Companies Act 2013;

8. There were no instances of issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities during the year,

9. There were no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the year.

10. During the under review, the Company had declared and paid Interim Dividend of Rs. 1850/- to the Equity Shareholders of the Company from normal current bank account within five days from date of declaration. However there was no instance of transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, during the year under review, following changes occurred in the composition of the Board:

Sr. No.	Name of the Director / KMP	Appointment / Cessation	Date of appointment / Cessation	Remarks
1	Ms. Dharmishta N. Raval	Cessation	August 5, 2024	On completion of her tenure in Zydus Lifesciences Limited, (ZLL) the parent company.
2.	Mr. Bhadresh K. Shah	Appointment	August 5, 2024	Being nominated by ZLL as per provisions of LODR.
3.	Mr. Harish Sadana	Cessation	Closing of business hours of February 10, 2025	Resigned as Managing Director / Director and an employee of the Company
4.	Mr. Vijay Bhalerao	Appointment	February 11, 2025	Appointed as a Whole Time Director.
5.	Dr. Bhavana S. Doshi	Cessation	March 6, 2025	Ceased to be Director on account of her death.
6.	Ms. Dharmishta N. Raval	Appointment	March 24, 2025	Appointed as an Additional Woman Director (Non-Executive).

SPANJ & ASSOCIATES COMPANY SECRETARIES

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Zydus Healthcare Limited

13. The company has complied with provisions relating to appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act and auditors were appointed for a period of five years in earlier Annual General Meeting and therefore there was no instance of appointment of auditors during the year;

14. There were no instance of obtaining approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Companies Act, 2013;

15. There was no instance of acceptance/ renewal/ repayment of deposits;

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, were within the borrowing limits;

17. As per audited balance sheet there were transactions of loans and investment with its subsidiary company in compliance with the provisions of section 186 (4) of The Act as reported in Note No. 40. However there were no instance of giving loans and investments or guarantees or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act wherever applicable;

18. There were no instance of alteration of provisions of the Memorandum and/or articles of Association of the company during the year;

We further state that during the process of verification, which was done on test basis, We have adopted practices and processes as were appropriate to obtain reasonable assurance about the compliance with the applicable provisions of the Companies Act, 2013 and our opinion is based on the method adopted for verification. However, maintenance of secretarial records and compliance with the applicable provisions of the Companies Act, 2013 and rules made there under is the responsibility of the management of the company as per The Companies Act, 2013

Place: Ahmedabad
Date: August 20, 2025

Signature:
Name of practicing C S: Ashish C. Doshi,
PARTNER
SPANJ & ASSOCIATES
Company Secretaries
ACS/FCS No.: F3544
C P No.: 2356
P R No.: 6467/2025
UDIN: F003544G001038886

SPANJ & ASSOCIATES * COMPANY SECRETARIES *

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