Form No. MGT-7

Form language

(●) English ( ) Hindi

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

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): U32509GJ2024PTC147925

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(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 MEDTECH PRIVATE LIMITED	ZYDUS MEDTECH PRIVATE LIMITED
Registered office address	ZYDUS CORPORATE PARK, SCHEME NO. 63, SURVEY NO. 536,KHORAJ (GANDHNINAGAR), NR. VAISHNODEVI CIRCLE,,Gota,Daskroi,Ahmedabad,Gujarat,India, 382481	ZYDUS CORPORATE PARK, SCHEME NO. 63, SURVEY NO. 536,KHORAJ (GANDHNINAGAR), NR. VAISHNODEVI CIRCLE,,Gota,Daskroi,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 of the registered office of the Company.pdf

(b) *Permanent Account Number (PAN) of the company: AA******2F

(c) *e-mail ID of the company: *****lsoni@zyduslife.com

(d) *Telephone number with STD code | 07*******00

(e) Website |

iv *Date of Incorporation (DD/MM/YYYY) | 20/01/2024

v (a) *Class of Company (as on the financial year end date) | Private 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) | 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) |

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(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

The Second Annual General Meeting (AGM) of the members of the Company is scheduled to be held on Thursday, August 6, 2026, at the registered office of the Company.

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	32	Other manufacturing	100

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

i *No. of Companies for which information is to be given: 19

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
2		942 486 499	Zydus MedTech (France) SAS	Subsidiary	100
3		533 149 688	Amplitude Surgical SA, France	Subsidiary	100
4		414 448 464	Amplitude SAS, France	Subsidiary	100
5		5749866	Amplitude Orthopedics Corporation, USA	Subsidiary	100
6		10978692/0001-09	Amplitude Latin America SA, Brasil	Subsidiary	100
7		0549982971	Amplitude Benelux, Belgium	Subsidiary	100
8		161 470 622	Amplitude Australia Pty, Australia	Subsidiary	100

9		100 103 729	Amplitude Suisse SA, Switzerland	Subsidiary	100
10		K2015400677	Amplitude South Africa Pty. Limited, South Africa	Subsidiary	100
11		HRB 734791	Amplitude GmbH, Germany	Subsidiary	100
12		488 772 963	Duotech Amplitude SAS, France	Subsidiary	100
13		447 869 496	Amplitude Ile de France, France	Subsidiary	100
14		843 256 322	Amplitude SUD SAS, France	Subsidiary	100
15		882 949 977	Amplitude NORD SAS, France	Subsidiary	100
16		539 870 717	Orthosante, France	Subsidiary	100
17		908 379 480	SCI SOFAB FALLA, France	Subsidiary	100
18		94290 53048387	Amplitude New Zealand, New Zealand	Subsidiary	100
19		493 250 807	Mediconseil, France	Subsidiary	100

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	25000000	24500000	24500000	24500000
Total amount of equity shares (in rupees)	250000000.00	245000000.00	245000000.00	245000000.00

Number of classes 1

Class of shares	**Authorised Capital**	**Issued capital**	**Subscribed Capital**	**Paid Up capital**
EQUITY				

Number of equity shares	25000000	24500000	24500000	24500000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250000000.00	245000000.00	245000000.00	245000000.00

(b) Preference share capital

Particulars	**Authorised Capital**	**Issued capital**	**Subscribed capital**	**Paid Up capital**
Total number of preference shares	2700000000	136000000	136000000	136000000
Total amount of preference shares (in rupees)	27000000000.00	1360000000.00	1360000000.00	1360000000.00

Number of classes: 1

Class of shares 8% OPTIONALLY CONVERTIBLE NON CUMULATIVE REDEEMABL	**Authorised Capital**	**Issued capital**	**Subscribed Capital**	**Paid Up capital**
Number of preference shares	2700000000	136000000	136000000	136000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	27000000000.00	1360000000.00	1360000000.00	1360000000.00

(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**			

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
(i) Equity shares						
At the beginning of the year	24500000	0	24500000.00	245000000	245000000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Public Issues	0	0	0.00	0	0	
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			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
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			0.00			
At the end of the year	24500000.00	0.00	24500000.00	245000000.00	245000000.00	
(ii) Preference shares						
At the beginning of the year	115000000	0	115000000.00	1150000000	1150000000	
Increase during the year	21000000.00	0.00	21000000.00	210000000.00	210000000.00	
i Issues of shares	21000000	0	21000000.00	210000000	210000000	
ii Re-issue of forfeited shares	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Others, specify			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
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			0.00			
At the end of the year	136000000.00	0.00	136000000.00	1360000000.00	1360000000.00	

ISIN of the equity shares of the company: INE2Q9L01016

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				
Partly convertible debentures				
Fully convertible debentures				
Total				

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	0.00		0.00		0.00

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

i *Turnover 102900000

ii * Net worth of the Company 579900000

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	6	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)	24499994	100.00	136000000	100.00
10	Others	0	0.00	0	0.00
	Total	24500000.00	100.00	136000000.00	100.00

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	0.00	0.00	0.00

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	0
2	Individual - Male	6
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company	0

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	2	1	3	0.00	0.00
i Non-Independent	1	2	1	3	0	0
ii Independent	0	0	0	0	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	3	1	4	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 7

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)
MUKUND ANAND THAKKAR	02906462	Director	1	
KEYUR ANILKUMAR PAREKH	08868570	Director	0	
PANKAJ RAMANBHAI PATEL	00131852	Director	0	
GIRISHANKAR GOPALAKRISHNAN	10776984	Whole-time director	0	
SUJATHA RAJESH	08071096	Director	0	
RONAK JAIN	BEQPJ4445H	CFO	0	
DHWANI VATSAL TRIVEDI	DSWPS3722N	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year: 2

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)
SUJATHA RAJESH	08071096	Additional Director	10/05/2025	Appointment
SUJATHA RAJESH	08071096	Director	02/08/2025	Change in designation

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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: 3

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
Extra Ordinary General Meeting	16/07/2025	7	6	100
Annual General Meeting	02/08/2025	7	6	100
Extra Ordinary General Meeting	22/01/2026	7	6	100

B BOARD MEETINGS

*Number of meetings held: 9

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	10/05/2025	4	4	100.00
2	28/05/2025	5	5	100.00
3	15/07/2025	5	5	100.00
4	28/07/2025	5	4	80.00

5	02/08/2025	5	5	100.00
6	30/10/2025	5	5	100.00
7	16/01/2026	5	5	100.00
8	28/01/2026	5	5	100.00
9	03/02/2026	5	5	100.00

C COMMITTEE MEETINGS

Number of meetings held: 0

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

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	(Y/N/NA)
1	MUKUND ANAND THAKKAR	9	9	100.00	0	0	0.00	Not applicable
2	KEYUR ANILKUMAR PAREKH	9	9	100.00	0	0	0.00	Not applicable
3	PANKAJ RAMANBHAI PATEL	9	8	88.89	0	0	0.00	Not applicable
4	GIRISHANKAR GOPALAKRISHNAN	9	9	100.00	0	0	0.00	Not applicable
5	SUJATHA RAJESH	8	8	100.00	0	0	0.00	Not applicable

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Girishankar Gopalakrishnan	Whole-time director	33280230	0	0	2478254	35758484.00
	Total		33280230.00	0.00	0.00	2478254.00	35758484.00

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	Ronak Jain	CFO	1320781	0	0	117415	1438196.00
2	Dhwani Trivedi	Company Secretary	203575	0	0	26712	230287.00
	Total		1524356.00	0.00	0.00	144127.00	1668483.00

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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total						

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: Details of Shareholder or Debenture holder (1).xlsm

(b) Optional Attachment(s), if any: Draft Form MGT-8.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 MEDTECH PRIVATE 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) 31/03/2026

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: HITESH DIWAKERBHAI BUCH

Date (DD/MM/YYYY): 20/07/2026

Place: Ahmedabad

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number: 8*9*

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

*(a) DIN/PAN/Membership number of Designated Person: 46809

*(b) Name of the Designated Person: DHWANI VATSAL TRIVEDI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 11 dated* (DD/MM/YYYY) 22/01/2024 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*9*6*6*

***To be digitally signed by**

◉ Company Secretary ◯ Company secretary in practice

*Whether associate or fellow:

◉ Associate ◯ Fellow

Membership number	4*8*9
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)	AC4715264
eForm filing date (DD/MM/YYYY)	20/07/2026

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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
Dialforhealth Unity Limited
CIN : U51390GJ2005PLC046314
ડાયલફોરહેલ્થ યુનીટી લિમિટેડ
Biochem Pharmaceutical Private Limited
CIN : U24304GJ2017PTC097977
બાયોકેમ ફાર્માસ્યુટીકલ પ્રાઈવેટ લિમિટેડ
Zydus Strategic Investments Limited
CIN : U65999GJ2020PLC114493 GSTIN : 24AABCZ5432D1ZM
ઝાયડસ સ્ટ્રેટેજીક ઈન્વેસ્ટમેન્ટ્સ લિમિટેડ
Recon Pharmaceuticals and Investments
GSTIN : 24ABAFR7916F1ZA
રેકોન ફાર્માસ્યુટીકલ્સ એન્ડ ઈન્વેસ્ટમેન્ટ્સ
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.


Reception

310, Aditya Plaza, Nr. Karnavati Apartments, Jodhpur, Satellite, Ahmedabad -380015
Phone: 91-79-40321260; mail: pcs.buchassociates@gmail.com website: www.cshiteshbuch.com

SECRETARIAL AUDIT REPORT

For the Financial Year ended on March 31, 2026
(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members of
Zydus MedTech Private Limited
(CIN: U32509GJ2024PTC147925)
Zydus Corporate Park, Scheme No. 63, Survey No. 536,
Khoraj (Gandhinagar), Nr. Vaishnodevi Circle,
Sarkhej-Gandhinagar Highway,
Ahmedabad – 382481

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Zydus MedTech Private Limited** (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also 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 March 31, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. 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 March 31, 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 and the rules made thereunder;
   (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
   (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

2. The Company being an unlisted company, the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act are not applicable.

3. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations as applicable to the Company, as are set out in clause (4) below.

4. The Company has identified and confirmed that following specific laws are applicable to the Company:

    (i) Essential Commodities Act, 1955
    (ii) Environment (Protection) Act, 1986 and Notifications(s) and Rules made thereunder, as applicable.
    (iii) The Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder, as applicable.
    (iv) The Explosives Act, 1884 and The Gas Cylinder Rules, 2016
    (v) The Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder, as applicable.
    (vi) Bio-Medical Waste Management Rules, 2016

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

    (i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India

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

We further report that;

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors / Key Managerial Personnel ("**KMP**") that 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 meaningful participation at the meeting.

All decisions at meetings of the Board are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there were no major events / actions that were taken up by the Company except the following:

(i) Issuance of 2.10 crore 8% Optionally Convertible Non-Cumulative Redeemable Preference Shares of Rs. 10/- each aggregating to Rs. 21 crores to Zydus Lifesciences Limited, the parent holding company.
(ii) Passing of special resolution under section 180(1)(a) of the Companies Act, 2013 to mortgage, hypothecate, create charge on the immovable and movable properties of the Company for securing financial assistance/facilities not exceeding Rs. 1500 crores.

(iii) Passing of special resolution under section 180(1)(c) of the Companies Act, 2013 to borrow funds exceeding the share capital, free reserves, securities premium provided that the total amount that may be borrowed by the Board and outstanding at any point of time, shall not exceed the sum of Rs. 1500 crores.

(iv) Availing Inter Corporate Loan of Rs. 599.30 crores from Zydus Animal Health and Investment Limited, a wholly-owned subsidiary of Zydus Lifesciences Limited, the parent holding company.

Date: May 13, 2026
Place: Ahmedabad

Hitesh D. Buch
Proprietor
For, Hitesh Buch & Associates
Company Secretaries
FCS No.: 3145; C P No.: 8195
Peer Review Cert. No. 1265/2021
UIN: S2009GJ110300
UDIN: F003145H000348204

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

Annexure

To,
The Members of
Zydus MedTech Private Limited
(CIN: U32509GJ2024PTC147925)
Zydus Corporate Park, Scheme No. 63, Survey No. 536,
Khoraj (Gandhinagar), Nr. Vaishnodevi Circle,
Sarkhej-Gandhinagar Highway,
Ahmedabad – 382481

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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.

Date: May 13, 2026
Place: Ahmedabad

Hitesh D. Buch
Proprietor
For, Hitesh Buch & Associates
Company Secretaries
FCS No.: 3145; C P No.: 8195
Peer Review Cert. No. 1265/2021
UIN: S2009GJ110300
UDIN: F003145H000348204