

Company registration number 285240 (Republic of Ireland)

**ZYDUS INTERNATIONAL PRIVATE LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	Kamlesh Patel Govind Hirani Pradipsinh Solanki Upen Shah
<b>Secretary</b>	CBF Secretarial Ltd
<b>Company number</b>	285240
<b>Registered office</b>	FDW House Blackthorn Business Park Coes Road Dundalk Co. Louth
<b>Auditor</b>	UHY Farrelly Dawe White Limited FDW House Blackthorn Business Park Coes Road Dundalk Co. Louth Ireland
<b>Bankers</b>	Barclays Bank plc Knightsbridge International Banking Centre PO Box 391 38 Hans Crescent Knightsbridge UK SW1X OLZ  BNP Paribas Centre d'Affaires Paris Ag-Centrale Enterprises 1, Boulevard Haussmann 75009 Paris France 9EME

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# ZYDUS INTERNATIONAL PRIVATE LIMITED

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# ZYDUS INTERNATIONAL PRIVATE LIMITED

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2022

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The directors present their annual report and financial statements for the year ended 31 December 2022.

#### Principal activities

The principal activity of the company continued to be that of an investment holding company for the global investments of Zydus Lifesciences Ltd(formerly known as Cadila Healthcare Limited (CHL)), India.

#### Fair review of the business

The results for the year and the financial position at the year end were considered satisfactory by the directors.

#### Principal risks and uncertainties

The principal risks and uncertainties faced by the company are that the subsidiaries maintain their underlying value and loans to subsidiaries are fully recoverable.

#### Results and dividends

The results for the year are set out on page 7.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

#### Directors and secretary

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Kamlesh Patel  
Govind Hirani  
Pradipsinh Solanki  
Upen Shah

#### Directors' and secretary's interests

The directors have no beneficial interest in the shares of the company.

	Ordinary shares of €1.13 each	
	1 January 2022	31 December 2022
Kamlesh Patel	-	-
Govind Hirani	-	-
Pradipsinh Solanki	-	-
Upen Shah	-	-
	Optionally convertible preference shares of €1 each	
	1 January 2022	31 December 2022
Kamlesh Patel	-	-
Govind Hirani	-	-
Pradipsinh Solanki	-	-
Upen Shah	-	-

#### Accounting records

The company's directors are aware of their responsibilities, under sections 281 to 285 of the Companies Act 2014 as to whether in their opinion, the accounting records of the company are sufficient to permit the financial statements to be readily and properly audited and are discharging their responsibility by ensuring that sufficient resources are available for the task and coordinating with the companies.

The accounting records are held at the company's registered office, FDW House, Blackthorn Business Park, Coes Road, Dundalk, Co. Louth.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## DIRECTORS' REPORT (CONTINUED)

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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### **Future developments**

The company plans to continue its business of an investment holding company for investments of Zydus Lifesciences Ltd (formerly known as Cadila Healthcare Limited).

### **Auditor**

In accordance with the Companies Act 2014, section 383(2), UHY Farrelly Dawe White Limited continue in office as auditors of the company.

### **Statement of disclosure to auditor**

Each of the directors in office at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that he / she ought to have taken as a director in order to make himself / herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 330 of the Companies Act 2014.

On behalf of the board

Kamlesh Patel  
**Director**

Govind Hirani  
**Director**

17 May 2023

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## DIRECTORS' RESPONSIBILITIES STATEMENT

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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The directors are responsible for preparing the Annual Report and the financial statements in accordance with Irish law and regulations.

Irish company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company for that financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' Report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board

Kamlesh Patel  
**Director**  
17 May 2023

Govind Hirani  
**Director**

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBER OF ZYDUS INTERNATIONAL PRIVATE LIMITED

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#### Opinion

We have audited the financial statements of Zydus International Private Limited ('the company') for the year ended 31 December 2022, which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* issued in the United Kingdom by the Financial Reporting Council.

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are described below in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBER OF ZYDUS INTERNATIONAL PRIVATE LIMITED

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#### **Other information**

The directors are responsible for the other information in the annual report. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Opinions on other matters prescribed by the Companies Act 2014**

In our opinion, based on the work undertaken in the course of the audit, we report that:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

We have obtained all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

In our opinion the accounting records of the company were sufficient to permit the financial statements to be readily and properly audited, and the financial statements are in agreement with the accounting records.

#### **Matters on which we are required to report by exception**

Based on the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the requirements of any of sections 305 to 312 of the Act, which relate to disclosures of directors' remuneration and transactions, are not complied with by the company. We have nothing to report in this regard.

#### **Responsibilities of directors for the financial statements**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable financial reporting framework that give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, if applicable, matters related to going concern and using the going concern basis of accounting unless management either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBER OF ZYDUS INTERNATIONAL PRIVATE LIMITED

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#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the company's 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 ISAs (Ireland) 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 financial statements.

A further description of our responsibilities for the audit of the company's financial statements is located on the IAASA's website at: <https://www.iaasa.ie/Publications/Auditing-standards/Standards-Guidance-for-Auditors-in-Ireland/Description-of-the-auditor-s-responsibilities-for>. This description forms part of our auditor's report.

#### **The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the company's member in accordance with section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to the member in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's member, for our audit work, for this report, or for the opinions we have formed.

**Michael Bellew**

**For and on behalf of UHY Farrelly Dawe White Limited**

**Chartered Certified Accountants**

**Statutory Auditor**

FDW House

Blackthorn Business Park

Coes Road

Dundalk

Co. Louth

Ireland

17 May 2023

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

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	Notes	2022 €	2021 €
<b>Turnover</b>	<b>3</b>	4,797,927	1,694,574
Administrative expenses		(43,778)	(42,227)
Other operating income		2,600,590	2,892,342
		<hr/>	<hr/>
<b>Operating profit</b>	<b>4</b>	7,354,739	4,544,689
Interest receivable and similar income	<b>5</b>	3,984	-
Interest payable and similar expenses	<b>6</b>	(3,621,725)	(1,815,514)
		<hr/>	<hr/>
<b>Profit before taxation</b>		3,736,998	2,729,175
Tax on profit	<b>7</b>	-	-
		<hr/>	<hr/>
<b>Profit for the financial year</b>		3,736,998	2,729,175
		<hr/> <hr/>	<hr/> <hr/>

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2022

	Notes	2022 €	€	2021 €	€
<b>Fixed assets</b>					
Financial assets	8		10,109,149		10,063,975
<b>Current assets</b>					
Debtors	10	193,183,683		180,369,018	
Cash at bank and in hand		320,495		453,147	
		<u>193,504,178</u>		<u>180,822,165</u>	
<b>Creditors: amounts falling due within one year</b>	11	<u>(135,979,319)</u>		<u>(126,989,130)</u>	
<b>Net current assets</b>			<u>57,524,859</u>		<u>53,833,035</u>
<b>Net assets</b>			<u><u>67,634,008</u></u>		<u><u>63,897,010</u></u>
<b>Capital and reserves</b>					
Called up share capital presented as equity	13		70,139,250		70,139,250
Other reserves	14		20,951,946		20,951,946
Profit and loss reserves	15		<u>(23,457,188)</u>		<u>(27,194,186)</u>
<b>Total equity</b>			<u><u>67,634,008</u></u>		<u><u>63,897,010</u></u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with Financial Reporting Standard 102 'The Financial Statement Reporting Standard applicable in the UK and Republic of Ireland'.

The financial statements were approved by the board of directors and authorised for issue on 17 May 2023 and are signed on its behalf by:

Kamlesh Patel  
Director

Govind Hirani  
Director

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2022

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	Notes	Share capital €	Other reserves €	Profit and loss reserves €	Total €
<b>Balance at 1 January 2021</b>		91,194,303	(103,107)	(29,923,361)	61,167,835
<b>Year ended 31 December 2021:</b>					
Profit and total comprehensive income for the year		-	-	2,729,175	2,729,175
Reduction of shares	<b>13</b>	(21,055,053)	-	-	(21,055,053)
Transfers		-	21,055,053	-	21,055,053
		<hr/>	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2021</b>		70,139,250	20,951,946	(27,194,186)	63,897,010
<b>Year ended 31 December 2022:</b>					
Profit and total comprehensive income for the year		-	-	3,736,998	3,736,998
		<hr/>	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2022</b>		<u>70,139,250</u>	<u>20,951,946</u>	<u>(23,457,188)</u>	<u>67,634,008</u>

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2022

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	Notes	2022	€	2021	€
<b>Cash flows from operating activities</b>					
Cash generated from/(absorbed by) operations	18	91,641,438		(4,072,607)	
Interest paid		(3,621,725)		(1,815,514)	
		<u>                    </u>		<u>                    </u>	
<b>Net cash inflow/(outflow) from operating activities</b>		88,019,713		(5,888,121)	
<b>Investing activities</b>					
Acquisition of financial assets		(45,174)		-	
Interest received		3,984		-	
		<u>                    </u>		<u>                    </u>	
<b>Net cash used in investing activities</b>		(41,190)		-	
<b>Financing activities</b>					
Increase/ (decrease) in borrowings		(88,111,175)		5,949,349	
		<u>                    </u>		<u>                    </u>	
<b>Net cash (used in)/generated from financing activities</b>		(88,111,175)		5,949,349	
<b>Net (decrease)/increase in cash and cash equivalents</b>		(132,652)		61,228	
Cash and cash equivalents at beginning of year		453,147		391,919	
		<u>                    </u>		<u>                    </u>	
<b>Cash and cash equivalents at end of year</b>		<u>                    </u>		<u>                    </u>	

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 31 DECEMBER 2022**

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### 1 Accounting policies

#### Company information

Zydus International Private Limited is a limited company domiciled and incorporated in Republic of Ireland. The registered office is FDW House, Blackthorn Business Park, Coes Road, Dundalk, Co. Louth and its company registration number is 285240.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2014.

The financial statements are prepared in euros, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest €.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 300 of the Companies Act 2014 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Zydus International Private Limited is a wholly owned subsidiary of Zydus Lifesciences Ltd (formerly known as Cadila Healthcare Limited), a company incorporated in India. The results of Zydus International Private Limited are included in the consolidated financial statements of Zydus Lifesciences Ltd (formerly known as Cadila Healthcare Limited).

#### 1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Turnover

As the company is an investment holding company, its income is comprised of investment income.

#### Interest Income

Revenue is recognised as interest accrues using the effective interest method.

#### 1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

#### 1.5 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies

(Continued)

#### 1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

##### **Basic financial assets**

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method.

##### **Other financial assets**

Other financial assets, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publically traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

##### **Impairment of financial assets**

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting period end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

##### **Classification of financial liabilities**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

##### **Basic financial liabilities**

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

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### 1 Accounting policies

(Continued)

#### *Other financial liabilities*

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

#### 1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### 1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

##### *Current tax*

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### *Deferred tax*

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

#### 1.9 Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into Euro at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All realised differences are taken to profit and loss account.

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

#### **Key sources of estimation uncertainty**

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

##### *Accruals*

Accruals by their nature are liabilities with an uncertain timing or amount. These accruals require management's best estimate in relation to the future cash outflows likely to arise in connection with obligations existing at the reporting date.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 3 Turnover and other revenue

An analysis of the company's turnover is as follows:

	<b>2022</b>	<b>2021</b>
	€	€
<b>Turnover analysed by class of business</b>		
Interest Income	4,797,927	1,694,574
	<u>                    </u>	<u>                    </u>

	<b>2022</b>	<b>2021</b>
	€	€
<b>Turnover analysed by geographical market</b>		
Europe	78,513	56,565
Africa	18,017	6,653
South America	21,031	6,176
Middle East	4,680,366	1,625,180
	<u>                    </u>	<u>                    </u>
	4,797,927	1,694,574
	<u>                    </u>	<u>                    </u>

	<b>2022</b>	<b>2021</b>
	€	€
<b>Other revenue</b>		
Interest income	3,984	-
	<u>                    </u>	<u>                    </u>

### 4 Operating profit

	<b>2022</b>	<b>2021</b>
	€	€
Operating profit for the year is stated after (crediting):		
Exchange gains	(2,600,590)	(2,892,342)
	<u>                    </u>	<u>                    </u>

### 5 Interest receivable and similar income

	<b>2022</b>	<b>2021</b>
	€	€
<b>Interest income</b>		
Interest on bank balances	3,984	-
	<u>                    </u>	<u>                    </u>

### 6 Interest payable and similar expenses

	<b>2022</b>	<b>2021</b>
	€	€
<b>Interest on financial liabilities measured at amortised cost:</b>		
Interest on loans from Bank and group undertakings	3,621,725	1,815,514
	<u>                    </u>	<u>                    </u>

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 7 Taxation

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022 €	2021 €
Profit before taxation	3,736,998	2,729,175
Expected tax charge based on the standard rate of corporation tax of 12.50% (2021: 12.50%)	467,125	341,147
Tax effect of expenses that are not deductible in determining taxable profit	458,188	232,218
Foreign exchange differences	(325,074)	(361,543)
Deposit interest	(600,239)	(211,822)
Taxation charge for the year	-	-

### 8 Financial assets

	Notes	2022 €	2021 €
Investments in subsidiaries	9	10,063,975	10,063,975
Unlisted investments		45,174	-
		10,109,149	10,063,975

#### Movements in fixed asset investments

	Shares in subsidiaries €	Other investments €	Total €
<b>Cost or valuation</b>			
At 1 January 2022	10,063,975	-	10,063,975
Additions	-	45,174	45,174
At 31 December 2022	10,063,975	45,174	10,109,149
<b>Carrying amount</b>			
At 31 December 2022	10,063,975	45,174	10,109,149
At 31 December 2021	10,063,975	-	10,063,975

### 9 Subsidiaries

These financial statements are separate company financial statements for Zydus International Private Limited.

Details of the company's subsidiaries at 31 December 2022 are as follows:

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 9 Subsidiaries (Continued)

Name of undertaking	Registered office	Class of shares held	% Held Direct
* Zydus Pharmaceuticals Mexico SA de CV	Mexico	Ordinary Shares	100.00
* Zydus Pharmaceuticals Mexico Service co. SA de CV	Mexico	Ordinary Shares	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves €	Profit/(Loss) €
* Zydus Pharmaceuticals Mexico SA de CV	(59,388,948)	14,000,163
* Zydus Pharmaceuticals Mexico Service co. SA de CV	(763,148)	6,615

\* Including one share each held by a director as a nominee of the company. The beneficial interest lies with the company.

The aggregate capital and reserves and the result for the year are presented in Mexican Pesos.

### 10 Debtors

	2022 €	2021 €
<b>Amounts falling due within one year:</b>		
Amounts owed by group undertakings	193,183,388	180,368,493
Prepayments	295	525
	<u>193,183,683</u>	<u>180,369,018</u>

### 11 Creditors: amounts falling due within one year

	Notes	2022 €	2021 €
Amounts owed to credit institutions	12	-	88,111,175
Amounts owed to group undertakings		135,970,718	38,394,562
Accruals		8,601	483,393
		<u>135,979,319</u>	<u>126,989,130</u>

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 12 Loans and overdrafts

	2022 €	2021 €
Bank loans	-	88,111,175
Payable within one year	-	88,111,175

### 13 Share capital

	2022 Number	2021 Number	2022 €	2021 €
<b>Ordinary share capital</b>				
<b>Authorised equity</b>				
Ordinary shares of €1.1251 each	100,000,000	100,000,000	146,284,300	146,284,300
<b>Issued and fully paid</b>				
Ordinary shares of €1.1251 each	62,340,459	62,340,459	70,139,250	70,139,250
<b>Preference share capital</b>				
<b>Authorised</b>				
Optionally convertible preference shares of €1 each	150,000,000	150,000,000	150,000,000	150,000,000
	150,000,000	150,000,000	150,000,000	150,000,000

Ordinary shares of €1.1251(2021: €1.1251) each.

On 22nd February 2021, the company passed an ordinary resolution to reduce the nominal value of its Equity shares from Eur 1.462843 to Eur 1.1251 (reduction by Eur 0.337743) each. Accordingly the value of equity share capital of the Company is reduced by Eur 21,055,053 (Eur 0.337743 per share on number of Equity shares 62,340,459) which is shown as Capital Reduction Reserve in Note14: Other Reserves.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 14 Other reserves

	Foreign exchange reserve €	Capital Reduction Reserve €	Total €
At the beginning of the prior year	(103,107)	-	(103,107)
Additions	-	21,055,053	21,055,053
At the end of the prior year	(103,107)	21,055,053	20,951,946
At the end of the current year	(103,107)	21,055,053	20,951,946

### 15 Profit and loss reserves

	2022 €	2021 €
At the beginning of the year	(27,194,186)	(29,923,361)
Profit for the year	3,736,998	2,729,175
At the end of the year	(23,457,188)	(27,194,186)

### 16 Related party transactions

#### Transactions with related parties

The company is availing of the exemption from disclosing transactions with wholly owned group members granted by Section 33 Related Party Disclosures of FRS 102.

The following amounts were outstanding at the reporting end date:

	2022 €	2021 €
<b>Amounts due from related parties</b>		
Entities over which the entity has control, joint control or significant influence	-	2,516,953
Other related parties	193,183,388	177,851,540

### 17 Ultimate controlling party

The ultimate parent company is Zydus Lifesciences Ltd (formerly known as Cadila Healthcare Limited), a company incorporated and registered in India.

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

### 18 Cash generated from/(absorbed by) operations

	2022 €	2021 €
Profit for the year after tax	3,736,998	2,729,175
<b>Adjustments for:</b>		
Finance costs	3,621,725	1,815,514
Investment income	(3,984)	-
<b>Movements in working capital:</b>		
Increase in debtors	(12,814,665)	(10,702,356)
Increase in creditors	97,101,364	2,085,060
<b>Cash generated from/(absorbed by) operations</b>	<u>91,641,438</u>	<u>(4,072,607)</u>

### 19 Analysis of changes in net funds/(debt)

	1 January 2022 €	Cash flows €	31 December 2022 €
Cash at bank and in hand	453,147	(132,652)	320,495
Borrowings excluding overdrafts	(88,111,175)	88,111,175	-
	<u>(87,658,028)</u>	<u>87,978,523</u>	<u>320,495</u>

### 20 Approval of financial statements

The directors approved the financial statements on 17 May 2023.

**ZYDUS INTERNATIONAL PRIVATE LIMITED**  
**MANAGEMENT INFORMATION**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

# ZYDUS INTERNATIONAL PRIVATE LIMITED

## DETAILED TRADING AND PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2022

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	2022		2021
	€	€	€
<b>Turnover</b>			
Interest Income	4,797,927		1,694,574
<b>Other operating income</b>			
Exchange differences arising on operating activities	2,600,590		2,892,342
<b>Administrative expenses</b>			
Travelling expenses	1,690	-	
Legal and professional fees	29,797	30,136	
Director sitting fees	2,496	2,453	
Audit fees	7,650	7,651	
Bank charges	2,145	1,987	
	<u>(43,778)</u>		<u>(42,227)</u>
<b>Operating profit</b>	7,354,739		4,544,689
<b>Interest receivable and similar income</b>			
Bank interest received	3,984	-	
	<u>3,984</u>		<u>-</u>
<b>Interest payable and similar expenses</b>			
Interest on loans and other similar expense	(3,621,725)		(1,815,514)
<b>Profit before taxation</b>	<u>3,736,998</u>		<u>2,729,175</u>

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