

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Financial Statements
For the financial year ended 31 December 2025
Registration number 34265024

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Financial statements for the financial year ended 31 December 2025

TABLE OF CONTENTS:

	Page(s)
GENERAL	
Director's report	1
FINANCIAL STATEMENTS	
Balance sheet as at 31 December 2025	2
Profit and loss account for the year ended 31 December 2025	3
Notes to the financial statements	4-10
OTHER INFORMATION	
Profit appropriation	11
Audit of financial statements	11
Post balance sheet events	11

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Director's report

The director of Zydus Netherlands B.V. ("Company") herewith present their report for the financial year ended 31 December 2025 on the activities of the Company.

Overview of activities

In accordance with Article 2 of its Articles of Association the principal objectives of the Company are holding and finance company.

Result for the year

The loss after tax for the year amounts to EUR (13,869,750) (2024: EUR (1,431,155)) which the director has added to the accumulated losses.

Future outlook

The director does not expect any material changes to take place in the coming year.

Kamlesh Kanubhai Patel

Director

Date : April 10, 2026

Place: Amsterdam

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Balance sheet as at 31 December 2025

(after proposed appropriation of the profit for the year)

	<i>Note</i>	<i>2025</i>	<i>2024</i>
<i>(in EUR)</i>			
Non - current asset			
Investment in subsidiaries	1	85,132,864	99,700,685
Total non - current assets		<u>85,132,864</u>	<u>99,700,685</u>
Current assets			
Cash and cash equivalents	2	52,696	2,302
Total current assets		<u>52,696</u>	<u>2,302</u>
Total assets		<u>85,185,560</u>	<u>99,702,987</u>
Non - current liabilities			
Loan from related parties	3	12,957,261	13,704,938
Total non - current liabilities		<u>12,957,261</u>	<u>13,704,938</u>
Shareholder's equity	4		
Issued share capital		97,153,000	97,053,000
Share premium		62	62
Retained earnings/(Accumulated loss)		(24,924,763)	(11,055,013)
Total Shareholder's equity		<u>72,228,299</u>	<u>85,998,049</u>
Total Shareholder's equity and liabilities		<u>85,185,560</u>	<u>99,702,987</u>

The accompanying notes form an integral part of these financial statements.

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Profit and loss account for the year ended 31 December 2025

	<i>Note</i>	<i>2025</i>	<i>2024</i>
<i>(in EUR)</i>			
Operating and financial expenses			
Impairment of subsidiaries	5	(14,567,821)	-
Operating expenses	6	(49,606)	(32,075)
Financial income & expenses	7	(551,772)	(759,901)
Unrealized gain/(loss) on loans		1,299,449	(639,179)
Total operating and financial expenses		<u>(13,869,750)</u>	<u>(1,431,155)</u>
Loss before tax		<u>(13,869,750)</u>	<u>(1,431,155)</u>
Corporate income tax		-	-
Net loss after tax		<u><u>(13,869,750)</u></u>	<u><u>(1,431,155)</u></u>

The accompanying notes form an integral part of these financial statements

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

General

The Company is a private company with limited liability incorporated on 18 January 2007 and existing under the laws of The Netherlands with registration number 34265024. The principal objectives of the Company are holding and finance company.

The statutory seat of the Company is in Amsterdam and the principal executive office of the Company is located at Wealdcroft in Roughtallys, Epping Road, North Weald Epping, Essex CM16 68 J, United Kingdom. The Company has a shareholder, Zydus Worldwide DMCC.

Significant accounting policies

Basis of preparation

These financial statements have been prepared in accordance with Title 9, Book 2 of the Dutch Civil Code. The Book 2 article 396 paragraph 6 option has been applied to use the tax valuation principles, as provided in Chapter II of the Corporate Tax Act 1969. The principles of valuation are based on the historical cost convention. Assets and liabilities are valued at face value, unless indicated otherwise.

The application of the tax valuation has led to a deviation in the valuation under Section 6, Title 9, Book 2. Relevant for understanding the equity position concerns in particular the deviation in the valuation of financial fixed assets.

The Company qualifies as a micro-sized company. Therefore, based on article 396 Book 2 of the Dutch Civil Code, exemptions apply to the presentation and disclosures in the Company's financial statements.

Going concern

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Management has assessed this situation and has a reasonable expectation that the Company has adequate resources to continue its activities in the foreseeable future.

Use of estimates

Inherent to the application of many of the accounting policies used in preparing the financial statements is the need for the management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

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Amsterdam, The Netherlands

Notes to the financial statements

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may ultimately differ from those estimates and assumptions used. Any such differences will affect the financial statements for future accounting periods. The estimates and underlying assumptions are reviewed on an ongoing basis.

Foreign currencies

Assets and liabilities denominated in foreign currencies have been translated into Euro at the rates of exchange ruling at the balance sheet date. Operating transactions denominated in foreign currencies are translated into Euro at rates of exchange ruling on or around the date of the transactions. Foreign exchange gains and losses arising as a result of the application of the above accounting policies are disclosed separately in the profit and loss account.

EUR 1 was at balance sheet date equal to:

	2025	2024
USD	1.1747	1.0389

Current assets and liabilities

An asset is a resource controlled by the company as a result of past events and from which future economic benefits are expected to flow to the company.

A company shall classify an asset as current when it expects to realise the asset or intends to sell or consume it in its normal operating cycle, it holds the asset primarily for the purpose of trading, it expects to realise the asset within twelve months after the reporting period.

A liability is a present obligation of the company arising from past events, the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits. Current assets and liabilities are stated at nominal value net of provisions, if applicable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, at bank, call deposits and other short term highly liquid investments that are readily convertible to known amount of cash and are subject to insignificant risk of change in value.

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

Current liabilities

All current liabilities are expected to be paid within one year after the balance sheet date.

Tax on income

Taxation is determined in accordance with Dutch guidelines and directives for corporate income taxes, which take into account tax exempted items and non-deductible amounts. Tax benefits arising from available losses are only recognised in the event that such losses can be compensated against the previous year's taxable profits or to the extent deemed realized by management, against future taxable profits.

As per 2024 corporate income tax return, the Company has total carry forward losses of EUR 1,272,421.

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

	2025	2024
<i>(in EUR)</i>		
1. Investment in subsidiaries		
(a) Zydus Nikko Farmaceutica Ltda.	69,294,613	69,294,613
Less: Impairment	(14,567,821)	-
	<u>54,726,792</u>	<u>69,294,613</u>
(b) Laboratories Combix S.L.U.	30,406,072	30,406,072
Less: Impairment	-	-
	<u>30,406,072</u>	<u>30,406,072</u>
Total (a+b)	<u>85,132,864</u>	<u>99,700,685</u>
2. Cash and cash equivalents		
Bank balance	52,696	2,302
	<u>52,696</u>	<u>2,302</u>
3. Loan from related parties		
Amount owed to related party	2,841,771	2,736,370
Amount owed to shareholder	10,115,490	10,968,568
	<u>12,957,261</u>	<u>13,704,938</u>

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

(in EUR)

4. Shareholder's equity

2025

	Balance as at 1 January 2025	Additional share capital	Result for the year	Balance as at 31 December 2025
a) Issued share capital	97,053,000	100,000	-	97,153,000
b) Share premium	62	-	-	62
c) Accumulated losses	(11,055,013)	-	(13,869,750)	(24,924,763)
	85,998,049	100,000	(13,869,750)	72,228,299

2024

	Balance as at 1 January 2024	Additional share capital	Result for the year	Balance as at 31 December 2024
a) Issued share capital	97,053,000	-	-	97,053,000
b) Share premium	62	-	-	62
c) Accumulated losses	(9,623,858)	-	(1,431,155)	(11,055,013)
	87,429,204	-	(1,431,155)	85,998,049

The paid up share capital as at 31 December 2025 amounts to EUR 97,153,000, divided into 971,530 ordinary shares of EUR 100 each.

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

(in EUR)

	2025	2024
5. Impairment of subsidiaries		
Zydus Nikko Farmaceutica Ltda.	14,567,821	-
	14,567,821	-
6. Operating expenses		
Accounting fee	15,865	6,776
Compliance fee	12,947	-
Legal and corporate fee	8,708	12,850
Tax fee	6,897	1,452
Penalties on late filing corporate income tax	6,026	-
Bank charges	4,206	3,380
General expenses	2,580	182
Management fee	(7,623)	-
Professional fee	-	7,435
	49,606	32,075
7. Financial income & expenses		
Interest expense	551,772	759,901
	551,772	759,901

8. Staff numbers and employment costs

The Company has no employees and hence incurred no wages, salaries or related social security charges during the reporting year.

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Notes to the financial statements

9. Directors

The Company has one managing director who received no remuneration.
The Company has no supervisory board.

Kamlesh Kanubhai Patel

Director

Date : April 10,2026

Place: Amsterdam

Zydus Netherlands B.V.
Amsterdam, The Netherlands

Other information

Profit appropriation

According to Article 15 of the Articles of Association of the Company the result of the Company is at the disposal of the general meeting of shareholder.

In anticipation of the resolution of shareholder, the director proposes the result after tax for the year amounting to EUR (13,869,750) be transferred to accumulated losses. The result will be ratified in the Annual General Meeting of shareholder in which the financial statements for the year ended 31 December 2025 will be considered and adopted.

Audit of financial statements

The Company qualifies as a micro-sized entity and in conformity with article 396, Book 2 of the Dutch Civil Code, auditing of its annual accounts is not required.

Post balance sheet events

There have been no events since the balance sheet date which have a material effect on the financial situation of the Company as at that date.