



Zydus Nikkho Farmaceutica Ltd.

Financial Statements
Referring to the Period Ended in
December 31, 2025, and
Independent auditors' report
on the Financial Statements

Summary	
Report on the independent auditor on financial statements	3
Balance Sheet	5
Statement of Income	6
Statement of changes in shareholder's equity	7
Statement of Cash Flows	8
1. General information	9
2. Accounting policies	10
3. Significant Accounting Judgments, Estimates and Assumptions	16
4. Adoption of new and revised IFRS accounting standards	17
5. Cash and cash equivalents	18
6. Trade and Other receivables	18
7. Inventories	19
8. Other assets	19
9. Other financial assets	20
10. Deferred taxes assets	20
11. Right of use assets	21
12. Property, plant and equipment	22
13. Intangible	23
14. Suppliers and other payables	23
15. Related party transactions	23
16. Other liabilities	24
17. Provisions	24
18. Share capital	25
19. Tax incentive reserve	25
20. Sales revenue	25
21. Expenses	26
22. Other (expenses) revenue	26
23. Financial result	27
24. Current income tax and social contribution	27
25. Insurance	27
26. Subsequent events	27

Report on the independent auditor on financial statements

The shareholders of the
ZYDUS NIKKHO FARMACEUTICA LTD.
RIO DE JANEIRO - RJ.

Opinion

We have audited the financial statements of Zydus Nikkho Farmaceutica Ltd. Which comprises the Statement of financial position as of December 31, 2025, and the related statements of income, changes in shareholders' equity and cash flows for the year then ended as well as the related explanatory notes, including a summary of the main accounting policies.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Zydus Nikkho Farmaceutica Ltd., as of December 31, 2025 the individual performance of its operations and their respective cash flows for the year then ended, in accordance with accounting practices adopted in Brazil and the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) - only in cases where there are no differences between the two accounting practices.

Basis for opinion

Our audit was conducted in accordance with Brazilian and international auditing standards. Our responsibilities, in accordance with such standards, are described in the following section, entitled "Auditor's Responsibilities for the Audit of the Financial Statements." We are independent in relation to the company, in accordance with the relevant ethical principles set forth in the Professional Code of Ethics of the Accountant and in the professional norms issued by the Federal Accounting Council, and we comply with the other ethical responsibilities according to these norms. We believe that the audit evidence we have obtained is sufficient and appropriate to substantiate our opinion.

Responsibilities of management and governance by the financial statements.

The Company's management is responsible for the preparation and adequate presentation of the financial statements in accordance with accounting practices adopted in Brazil and with the international financial reporting standards (IFRS), issued by the International Accounting Standards Board (IASB), and for the internal controls that it determined it necessary to allow the preparation of financial statements free of material misstatement, regardless of whether it was caused by fraud or error.

In the preparation of the financial statements, management is responsible for evaluating the company's ability to continue operating, disclosing, when applicable, matters related to its operational continuity and the use of this accounting basis in the preparation of the financial statements, unless to liquidate the company or cease its operations, or has no realistic alternative to avoid closing the operations.

Responsibilities of the auditor for the audit of the financial statements.

Our objectives are to obtain reasonable assurance that the financial statements, taken as a whole, are free from material misstatement, whether caused by fraud or error, and issue an audit report containing our opinion. Reasonable security is a high level of security, but not a guarantee that the audit conducted in accordance with Brazilian and international auditing standards will always detect any relevant material misstatements. Distortions may be due to fraud or error and are considered relevant when, individually or jointly, they can influence, from a reasonable perspective, the economic decisions of the users taken based on the said financial statements.

As part of the audit conducted in accordance with Brazilian and international auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. Besides that:

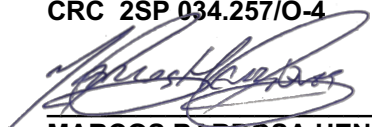
- We identify and assess the risks of material misstatement in the financial statements, whether caused by fraud or error; We plan and perform audit procedures in response to such risks; and we obtain audit evidence appropriate and sufficient to substantiate our opinion. The risk of not detecting material misstatement resulting from fraud is greater than that of error, since fraud may involve circumvention of internal controls, collusion, falsification, omission or false intentional representations.



- We obtain an understanding of the internal controls relevant to the audit to plan audit procedures appropriate to the circumstances, but not, to express an opinion on the effectiveness of the company's internal controls.
- We evaluate the adequacy of the accounting policies used and the reasonableness of the accounting estimates and respective disclosures made by management.
- We conclude on the adequacy of the management's use of the accounting basis for operational continuity and, based on the audit evidence obtained, whether there is a material uncertainty regarding events or conditions that may raise significant doubt regarding the Company's operational continuity company. If we conclude that there is material uncertainty, we should draw attention in our audit report to the respective disclosures in financial statements or include modification in our opinion if the disclosures are inadequate. Our findings are based on the audit evidence obtained up to the date of our report. However, future events or conditions may lead the company to no longer remain in operational continuity.
- We evaluate the overall presentation, structure and content of financial statements, including disclosures and whether the individual financial statements represent the corresponding transactions and events in a manner consistent with the appropriate presentation objective.
- We obtain adequate audit evidence regarding the entity's financial information or business activities to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company's audit and, consequently, for the audit opinion.
- We communicate with those responsible for governance regarding, inter alia, the planned scope, timing of the audit and significant audit findings, including any significant weaknesses in the internal controls we have identified during our work.

São Paulo, February, 27 2026

HOLDER AUDITORES INDEPENDENTES SS – EPP
CRC 2SP 034.257/O-4



MARCOS BARBOSA HENRIQUES
CRC 1SP 258.019/O-6

ZYDUS NIKKHO FARMACEUTICA LTD.
Balance Sheet for the year ended as at December 31, 2025

(In Real)

Assets	Notes	12/31/2025	12/31/2024	Liabilities and equity	Notes	12/31/2025	12/31/2024
Current assets				Current liabilities			
Cash and cash equivalents	5	18.031.949	18.592.560	Lease liability	11	2.981.551	3.337.037
Trade and other receivables	6	80.289.033	57.753.208	Suppliers and other payables	14	154.225.684	122.999.509
Inventories	7	44.941.628	45.989.452	Other liabilities	16	21.787.296	11.804.831
Other current assets	8	30.197.941	24.916.915				
Other current financial assets	9	634.384	649.881				
Total current assets		174.094.935	147.902.016	Total current liabilities		178.994.531	138.141.377
Non-current assets				Non-current liabilities			
Other non-current assets	8	4.843.610	4.156.498	Lease liability	11	3.028.454	5.873.330
Other non-current financial assets	9	2.300.839	4.143.138	Provisions	17	14.511.929	11.665.622
Deferred taxes assets	10	-	31.092				
Right of use asset	11	6.245.715	8.990.343				
Property, plant and equipment	12	8.504.739	8.719.818				
Intangible assets	13	20.399	465.895				
Total non-current assets		21.915.302	26.506.784	Total non-current liabilities		17.540.383	17.538.952
				Capital and reserves			
				Share capital	18	272.351.199	272.351.199
				Tax incentive reserve	19	38.758.324	38.758.324
				Accumulated losses		(311.634.200)	(292.381.052)
				Total equity		(524.677)	18.728.471
Total assets		196.010.237	174.408.800	Total liabilities and equity		196.010.237	174.408.800
The accompanying notes are an integral part of these financial statements							

ZYDUS NIKKHO FARMACEUTICA LTD.
Statement of Income
For the year ended on December 31, 2025
(In Real)

	Notes	12/31/2025	12/31/2024
Sales revenue	20	210.227.127	173.015.876
Cost of products and goods sold	21	(134.310.739)	(99.137.877)
Gross profit		75.916.388	73.877.999
Operating (Expense) revenue			
Administrative	21	(43.107.728)	(36.815.975)
Selling expense	21	(62.229.980)	(57.847.792)
Impairment of financial assets	6	16.508	(3.084.937)
Other (expenses) revenue	22	67.346	(397.670)
Net foreign exchange (losses) / gains		13.288.301	(17.765.543)
		(91.965.553)	(115.911.917)
Operating loss before the financial result and exceptional items		(16.049.165)	(42.033.918)
Provisions for Impairment	13	-	(38.224.675)
Loss before the financial result		(16.049.165)	(80.258.593)
Financial result			
Financial revenues		1.636.115	1.144.307
Financial expenses		(1.075.144)	(1.063.529)
Net financial result	23	560.971	80.778
Loss before taxes		(15.488.194)	(80.177.815)
Income tax and social contribution taxes - deferred	10	(31.092)	7.056
Current income tax and social contribution	24	(3.733.862)	-
Loss for the year		(19.253.148)	(80.170.759)
Other comprehensive results		-	-
Result after other comprehensive results		(19.253.148)	(80.170.759)

The accompanying notes are an integral part of these financial statements

ZYDUS NIKKHO FARMACEUTICA LTD.
Statement of changes in shareholder's equity
For the year ended on December 31, 2025
(In Real)

	Share capital	Tax incentive reserve	Accumulated losses	Total
On december 31, 2023	272.351.199	38.758.324	(212.210.293)	98.899.230
Loss for the year	-	-	(80.170.759)	(80.170.759)
On december 31, 2024	272.351.199	38.758.324	(292.381.052)	18.728.471
Loss for the year	-	-	(19.253.148)	(19.253.148)
On december 31, 2025	272.351.199	38.758.324	(311.634.200)	(524.677)

The accompanying notes are an integral part of these financial statements

ZYDUS NIKKHO FARMACEUTICA LTD.
Statement of Cash Flows
For the year ended on December 31, 2025
(In Real)

	12/31/2025	12/31/2024
Cash flow from operating activities		
(Loss) for the year	(19.253.148)	(80.170.759)
Adjustments to reconcile the loss for the year with net cash		
Impairment of financial assets (note 6)	(16.508)	(3.084.937)
Adjustment to net realizable value of inventory (Note 7)	7.720.640	2.268.833
Deferred taxes (Note 10)	31.092	(7.056)
Depreciation right of use asset (Note 11)	3.137.227	3.535.532
Lease liabilities - interest (Note 11)	980.253	682.283
Disposals Property, plant and equipment and Write-offs of intangible (Note 12 and 13)	47.731	2.666.118
Provisions for Impairment (Note 13)	-	38.224.675
Depreciation and amortization (Notes 12 and 13)	1.961.690	2.091.803
Additions of provisions (Note 17)	5.256.552	1.267.725
Current income tax and social contribution (Note 24)	3.733.862	-
Net foreign exchange losses/(gains)	(13.288.301)	17.765.543
	9.564.238	65.410.520
Decrease (Increase) in operating assets:		
Accounts receivable from clients	(22.519.317)	(1.361.913)
Inventories	(6.672.816)	(4.645.320)
Others assets	(4.110.342)	(5.618.510)
Increase (Decrease) in operating liabilities:		
Suppliers and other payables	44.514.476	39.489.970
Income tax and social contribution payment	(2.564.389)	-
Payments of provisions (note 17)	(2.410.245)	-
Other obligations	8.812.992	832.853
	15.050.359	28.697.080
Net cash generated by operating activities (I)	5.361.449	13.936.841
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of fixed and intangible assets (note 12 and 13)	(1.348.846)	(1.398.691)
Net cash (invested in) investment activities (II)	(1.348.846)	(1.398.691)
CASH FLOW FROM FINANCE ACTIVITIES		
Lease payments (note 11)	(4.573.214)	(4.255.838)
Net cash (invested in) finance activities (III)	(4.573.214)	(4.255.838)
(DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS (I + II + III)	(560.611)	8.282.312
Opening balance of cash and cash equivalents	18.592.560	10.310.248
Closing balance of cash and cash equivalents	18.031.949	18.592.560
(DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(560.611)	8.282.312

The accompanying notes are an integral part of these financial statements

	12/31/2025	12/31/2024
Transactions that did not affect cash		
Leasing additions (Asset and liabilities) - Note 11	657.633	8.550.934

1 General information

Operational context

ZYDUS NIKKHO FARMACEUTICA LTD. ["The Company"], a limited company, domiciled in Brazil, in the city of Rio de Janeiro, operates as an production, distribution and sale of medicines for human use, in the national territory.

These financial statements were authorized by management on February 27, 2026.

Consumption Tax Reform

On December 20, 2023, Constitutional Amendment No. 132 was enacted, establishing the Brazilian Consumption Tax Reform. The new model adopts a dual VAT system, consisting of the Contribution on Goods and Services (CBS), under federal jurisdiction, which will replace PIS and COFINS, and the Goods and Services Tax (IBS), under shared jurisdiction between States and Municipalities, replacing ICMS and ISS. A Selective Tax (IS) was also created, under federal jurisdiction, with a regulatory nature and levied on goods and services deemed harmful to health or the environment. A significant portion of the reform was regulated by Complementary Law No. 214/2025, resulting from Complementary Bill No. 68/2024, while other aspects remain subject to final regulatory approval.

The reform will be implemented gradually, with a transition period from 2026 to 2032, during which the current and new tax systems will coexist, with full effectiveness expected in 2033. Its main objectives include simplifying the tax system, adopting destination-based taxation, ensuring full non-commutativity, standardizing national legislation, and centralizing the management of the IBS through a Managing Committee. During the transition period, entities must monitor the progress of the regulatory framework to assess operational and tax impacts arising from the replacement of existing taxes.

From an accounting perspective, the reform may require a reassessment of the recognition, measurement, and presentation criteria for consumption taxes, as well as the recoverability of accumulated ICMS, PIS, and COFINS tax credits, considering their potential offsetting or extinguishment under the new system. The Federal Accounting Council (CFC) and the Accounting Pronouncements Committee (CPC) have not yet issued specific guidance on the matter. Given the current stage of regulation, the impacts of the reform can only be fully assessed throughout the transition period and, therefore, no effects have been recognized in the financial statements of Zydus Nikkho as of December 31, 2025.

Basis of Preparation and presentation of the financial statements

The financial statements were prepared in accordance with accounting practices adopted in Brazil, including the pronouncements issued by the Accounting Pronouncements Committee (CPC) and the International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board (IASB), and evidences all relevant information specific to the financial statements, and only that, which are consistent with those used by management in its management.

The main accounting policies applied in the preparation of these financial statements are presented in note 2

The financial statements were prepared considering the historical cost as the basis of value, which in the case of certain financial assets and liabilities has its cost adjusted to reflect the measurement at fair value.

The preparation of the financial statements requires the use of certain critical accounting estimates and the exercise of judgment by the Company's management in the process of applying the Group's accounting policies. Those areas require a higher level of judgment and are more complex, as well as the areas in which assumptions and estimates are significant for the financial statements, are disclosed in Note 3.

2 Accounting policies

2.1 Presentation currency

The financial statements are presented in Real (BRL), which is the Company's functional currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the transaction dates or on the valuation dates. Foreign exchange gains and losses are presented in the income statement.

2.2 Cash and cash equivalents

Include cash, bank deposits, other short-term investments with high liquidity, with original maturities of three months or less and with an insignificant risk of change in value.

2.3 Financial assets

At initial recognition financial asset is recognized at fair value plus or minus transaction cost and subsequently it is classified at amortized cost, FVTPL or FVTOCI.

a) financial assets at amortized cost

These assets are measured subsequently to the amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized directly in income statement. Any gain or loss on derecognition is recognized in the income statement.

b) financial assets measured at fair value through profit or loss

These assets are subsequently measured at fair value through PL.

c) financial assets measured at fair value through other comprehensive income

These assets are measured subsequently at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in income statement. Other net income is recognized in other comprehensive income. Upon derecognition, the result accumulated in other comprehensive income is reclassified to the result.

d) Impairment of financial assets

Expected Credit Model (capital) for measurement and recognition of impairment loss on the following financial assets:

- i Financial assets that are debt instruments and are measured at amortized cost.
- ii Trade receivables or any contractual right to receive cash or another financial asset.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it requires the Company to recognize the impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive [i.e., all cash shortfalls], discounted at the original EIR.

ECL impairment loss allowance [or reversal] is recognized as expense/ income in the Statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortized cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet, which reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

e) Derecognition

The Company derecognizes a financial asset when the contractual rights to the asset's cash flows expire, or when the Company transfers the contractual rights of receipt to the contractual cash flows on a financial asset in a transaction in which substantially all risks and benefits of ownership of the financial asset are transferred or in which the Company neither transfers nor substantially maintains all the risks and benefits of ownership of the financial asset and also does not retain control over the financial asset.

2.4 Financial liabilities

Financial liabilities are classified as measured at amortized cost or at fair value through profit or loss. A financial liability is classified as measured at fair value through profit or loss if it is classified as held for trading, is a derivative or is designated as such at initial recognition. Financial liabilities measured at fair value against profit or loss are measured at fair value and the net result, including interest, is recognized in the income statement. Other financial liabilities are subsequently measured at amortized cost using the interest method effective. Interest expense, foreign exchange gains and losses are recognized in income statement.

a) Derecognition

The Company derecognizes a financial liability when its contractual obligation is withdrawn, canceled or expires. The Company also derecognizes a financial liability when the terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. In the derecognition of a financial liability, the difference between the extinguished book value and the consideration paid (including transferred assets that do not pass through the cash or assumed liabilities) is recognized in the income statement.

The classification of financial instruments is shown in note 3.

2.5 Trade and other receivables

Correspond to amounts receivable from customers for the sale of goods in the normal course of the Company's activities. If the receipt period is equivalent to one year or less, Trade and other receivables are classified in current assets. Otherwise, they are presented in non-current assets. Accounts receivable from customers are initially recognized at fair value and subsequently measured at amortized cost using the effective interest rate method less the allowance for doubtful accounts (impairment).

2.6 Inventories

The inventories are stated at cost or net realizable value, whichever is the lower. The cost of finished products and products in preparation comprises the costs of raw materials, direct labor, other direct costs and indirect production costs (based on operational capacity). The cost of raw materials and packaging finished goods and in process is determined on Moving Average Method. The Net Realization Value is the estimated selling price in the normal course of business, less the estimated completion costs and the estimated costs necessary to make the sale.

2.7 Other current and non-current assets

Are presented at net realizable value, stated in current or non-current assets according to their expected realization.

2.8 Property, plant and equipment

Stated at cost, less accumulated depreciation and losses, due to impairment. Depreciation is recognized based on the estimated useful life of each asset using the straight-line method, so that the cost less its residual value after its useful life is fully written off (except for land and construction in progress). The estimated useful life, residual values and depreciation methods are reviewed at the end of each year, and the effect of any changes in estimates is accounted for prospectively. An item of property, plant and equipment is written off after disposal or when there are no future economic benefits resulting from the continued use of the asset. Any gains or losses on the sale or write-off of an item of property, plant and equipment are determined by the difference between the amounts received on sale and the carrying amount of the asset and recognized in profit or loss.

The estimated useful lives are as follows:

	Minimum Useful Life (Year)
Buildings	10
Plant and equipment	10
Furniture and fixtures	5
Vehicles	5

Impairment

Impairment of non-financial assets - non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized when the asset's carrying amount exceeds its recoverable amount, which represents the higher of an asset's fair value less its disposal costs and its value in use.

The VLDP (value less its disposal costs) is generally determined based on the present value of the estimated future cash flows arising from the continued use of the asset, including any prospects for expansion and its eventual sale. The VIU (value in use) is determined by the present value of the estimated future cash flows that are expected by the continued use of the asset under its current conditions, without considering future developments. These premises are different from those used in the calculation of the VIU (value in use) and, consequently, the calculation of the value in use will probably give a different result from the calculation of the VLDP (value less its disposal costs).

2.9 Leases

Company recognizing a right-of-use asset and related lease liability in connection with all operating leases except for those identified as low-value or having a remaining lease term of less than 12 months from the date of initial application.

As a lessee

For any new contracts entered on or after January 1, 2019, the Company considers whether a contract is or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset [the underlying asset] for a period of time in exchange for consideration'.

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognizes a right of-use asset and a lease liability on the balance sheet. The right of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date [net of any incentives received]. The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments [including in substance fixed], variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

After initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes to the in substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero. The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

The determination of whether an arrangement is [or contains] a lease is based on the substance of the arrangement at the inception of the lease. Lease under which the Company assumes potentially all the risk and rewards of ownership are classified as finance lease. When acquired, such assets are capitalized at fair value or present value of the minimum lease payment at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on straight line basis in the Statement of Profit and Loss over the lease term, unless the payments are structured to increase in line with expected general inflation to compensate lessor's expected inflationary cost increases.

2.10 Intangible

Goodwill

Is represented by the positive difference between the amount paid and / or payable for the acquisition of a business and the net fair value of the assets and liabilities of the acquired subsidiary. Goodwill on acquisitions of subsidiaries is recorded as "Intangible assets". Goodwill is recorded at fair value less accumulated impairment losses. Impairment losses recognized on goodwill are not reversed. Goodwill is tested annually for impairment.

For assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (Cash Generating Units (CGUs)). For the purposes of this test, goodwill is allocated to the Cash Generating Units or groups of Cash Generating Units that are expected to benefit from the business combination from which the goodwill originated and are identified according to the operating segment. Goodwill is an asset with an indefinite useful life.

Brands trademarks and registered patents

Are stated at historical cost less amortization. The assets arising from the business combination are recorded at fair value on the acquisition date. Expenses incurred internally to develop and strengthen a brand are recognized as an expense.

Intangible assets with indefinite useful lives are tested for impairment at least once a year.

Software

Acquired software licenses are capitalized based on the costs incurred to acquire them and make them ready to be used.

Defined useful life

	Minimum useful life (year)
Software	5

2.11 Suppliers and other accounts payable

These are Obligations payable for goods or services that were acquired in the normal course of business and are classified as current liabilities if payment is due within a period of up to one year. Otherwise, they are classified as non-current. They are recognized at fair value and subsequently measured at amortized cost using the effective interest rate method.

2.12 Other current and non-current liabilities

Stated at known or estimated amounts, plus, when applicable, the corresponding charges and / or monetary and exchange variations incurred up to the balance sheet date.

2.13 Provision for tax, civil and labor risks

The provision is recognized in the balance sheet when the Company has a legal or constituted obligation because of a past event, and it is probable that the economic resource will be required to settle the obligation. Provisions are recorded based on the best estimates of the specific risks of the liability and duly supported through the assessment of the likelihood of loss being made by the Company's management and legal counsel.

2.14 Income tax and social contribution (current and deferred)

(a) Current

Income tax comprises income tax and social contribution. Income tax is calculated on the annual profit at the rate of 15%, plus an additional 10% on profits that exceed Real (BRL) 240 thousand in the period, while the social contribution is calculated at the rate of 9% on the adjusted profit. according to the law, recognized according to the accrual basis.

(b) Deferred

Deferred income and social contribution taxes are recognized, in their entirety, on the differences generated between the assets and liabilities recognized for tax purposes and corresponding to amounts recognized in the Financial Statements. However, deferred income tax and social contribution are not recognized if they are generated in the initial registration of assets and liabilities in transactions that do not affect the tax bases, except in business combination transactions. Deferred income tax and social contribution are determined considering the rates (and laws) in force on the date of preparation of the Financial Statements and applicable when the respective income tax and social contribution are realized. Deferred income tax and social contribution assets are recognized only to the extent that it is probable that there will be a positive tax base for which temporary differences can be used and tax losses can be offset.

2.15 Revenue recognition

Revenue from the sale of goods is recognized as revenue on the basis of customer contracts and the performance obligations contained therein. Revenue is recognized at a point in time when the control of goods or services is transferred to a customer. Control lies with the customer if the customer can independently determine the use of and consume the benefit derived from a product or service. Revenues from product deliveries are recognized at a point in time based on an overall assessment of the existence of a right to payment, the allocation of ownership rights, the transfer of significant risks and rewards and acceptance by the customer.

The goods are often sold with volume discounts/ pricing incentives and customers have a right to return damaged or expired products. Revenue from sales is based on the price in the sales contracts, net of discounts. When a performance obligation is satisfied, Revenue is recognized with the amount of the transaction price [excluding estimates of variable consideration] that is allocated to that performance obligation. Historical experience, specific contractual terms and future expectations of sales returns are used to estimate and provide for damage or expiry claims. No element of financing is deemed present as the sales are made with the normal credit terms as per prevalent trade practice and credit policy followed by the Company.

2.16 Financial Income

Are recognized according to the elapsed period, based on the effective interest rate method and are recognized as it is expected to be realized.

2.17 Earnings per share

In accordance with IAS 33 / CPC 41 - Earnings per share, the company reconciles net income to the amounts used to calculate basic and diluted earnings per share. The company does not have instruments that have not been included in the earnings per share calculation as they are antidilutive, therefore the result per basic share is the same as the diluted one, as shown:

	12/31/2025	12/31/2024
Basic and diluted result		
Loss for the year for ordinary quotas	(19.253.148)	(80.170.759)
Average number of shares	272.351.199	272.351.199
Loss per basic quota	(0,07)	(0,29)

3 Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements in accordance with accounting practices adopted in Brazil requires that Management uses its judgment in determining and recording accounting estimates.

Significant assets and liabilities subject to these estimates and assumptions include definition of the useful life of property, plant and equipment and intangible assets with defined useful life, incremental rate on financial leases, goodwill recovery value, expected losses for doubtful accounts receivable, product expiry and contingent liabilities.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Classification of financial instruments

Financial instruments were classified in the amortized cost category.

	12/31/2025	12/31/2024
Financial assets		
Cash and cash equivalents	18.031.949	18.592.560
Trade and other receivables	80.289.033	57.753.208
Other financial assets	2.935.223	4.793.019
Total financial assets	101.256.205	81.138.787
Financial liabilities		
Suppliers and other payables	154.225.684	122.999.509
Lease liability	6.010.005	9.210.367
	160.235.689	132.209.876

Risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The most significant financial risks to which the Company is exposed are described below:

a. Market risk

Foreign exchange risk

Due to its operation, the Company is exposed to foreign exchange risk, mainly in relation to the dollar currency.

The Company discloses the sensitivity analysis in relation to the variation in the dollar, which may have an impact on its income statement.

	In Real 12/31/2025	In Real 12/31/2024
Economic scenario I - current	13.288.301	(17.765.543)
Economic scenario II - 25% U\$ increase	(35.035.228)	(27.114.996)
Economic scenario III - 50% U\$ increase	(70.070.456)	(54.229.993)

b. Liquidity risk

The Company's Management monitors the Company's forecasts of liquidity requirements on an ongoing basis to seek sufficient cash to meet operating needs. The Company may need to obtain additional funds through bank loans or capital increase.

In the explanatory notes related to the Company non-derivative financial liabilities, the balances payable between the balance sheet date and the contractual maturity date are shown by maturity.

This fee is considered risk free.

c. Credit risk

Credit risk arises from the possibility that counter party may not be able to settle its obligations as agreed. The Company is exposed to credit risk trade receivables, bank deposits and other financial assets. The Company periodically assesses the financial reliability of the counter party considering the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

Bank deposits: The Company maintains its Cash and cash equivalents and Bank deposits with reputed and highly rated banks. Hence, there is no significant credit risk on such deposits.

Trade Receivable: The Company trades with recognized and credit worthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to bad debts is not significant.

Financial assets for which loss allowances is measured using the expected credit loss.

The Company has used expected credit loss [ECL] model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix considers external and internal risk factors and historical data of credit losses from various customers.

4 Adoption of new and revised IFRS accounting standards

IFRS 18 – Presentation and Disclosure in Financial Statements

Issued by the IASB in April 2024 and effective from January 1, 2027, replaces IAS 1, retaining several existing requirements while introducing new ones aimed at enhancing the presentation of financial performance. The standard introduces a more consistent structure for the statement of profit or loss, requiring the classification of income and expenses into specific categories (operating, investing, and financing), with standardized subtotals.

Among the main innovations are the mandatory disclosure, in the notes to the financial statements, of Management-Defined Performance Measures (MPMs), including the calculation methodology and an explanation of their relevance, as well as the strengthening of principles related to the aggregation and disaggregation of information. The standard also reinforces the connectivity between the financial statements and the notes, seeking greater clarity, relevance, and transparency of information, without changing the measurement criteria for financial performance.

IFRS 18 must be applied retrospectively, with restatement of comparative periods in accordance with IAS 8. In Brazil, the Accounting Pronouncements Committee (CPC) is in the process of issuing CPC 51, convergent with IFRS 18, which will replace CPC 26 (R1). Until this process is completed and approved by the regulatory authorities, entities are advised to assess potential impacts, including relevant reclassifications, identification of MPMs, and planning for retrospective adoption. Although potential conflicts with corporate legislation are still under discussion, no significant changes to the existing legal framework are expected.

5 Cash and cash equivalents

	12/31/2025	12/31/2024
Cash and bank accounts	1.766.086	54.612
Financial investments	16.265.863	18.537.948
Cash and cash equivalents	18.031.949	18.592.560

Financial investments in securities for trading include Bank Deposit Certificates and investments in bonds and securities, which are recorded at their fair value. The revenue generated by these investments is recorded as financial income.

6 Trade and Other receivables

	12/31/2025	12/31/2024
Domestic customers	84.919.867	65.204.219
Provision for impairment of accounts receivable	(4.630.834)	(7.451.011)
Total	80.289.033	57.753.208

Aging	12/31/2025	12/31/2024
Accounts receivable not due	65.959.051	48.808.390
<u>Overdue in days:</u>		
1 to 90	11.993.826	8.374.950
91 to 180	1.616.115	708.697
181 to 270	720.041	2.644.007
Over 270	4.630.834	4.668.175
Total	84.919.867	65.204.219

Movement Provision for impairment of accounts receivable	12/31/2025	12/31/2024
Opening balance in january, 01	(7.451.011)	(4.366.074)
Additions	(701.789)	(3.429.827)
Reversal provision	3.521.966	344.890
Movement in period	2.820.177	(3.084.937)
Closing balance	(4.630.834)	(7.451.011)

Impact on statement of income and statement of cash flow	12/31/2025	12/31/2024
Movement Provision for impairment of accounts receivable	2.820.177	(3.084.937)
Write-off- of financial assets (i)	(2.803.669)	-
Impairment of financial assets	16.508	(3.084.937)

(i) The company derecognized a financial asset because was not recoverable. As a result, there was a reversal of the provision and recognition of a write-off.

	12/31/2025	12/31/2024
Maximum exposure to credit risk	84.919.867	65.204.219
Overdue considered (ECL) (ii)	(4.630.834)	(7.451.011)
Total	80.289.033	57.753.208

(ii) Considered to all the bankruptcies, judicial reorganization, legal cases and disputes.

The maximum exposure to credit risk at the balance sheet date is the book value of each class of accounts receivable mentioned above. The company does not hold any security as collateral for accounts receivable.

7 Inventories

	12/31/2025	12/31/2024
Finished goods	9.491.127	11.317.190
Work-in-progress	1.776.542	739.236
Goods for resale	33.082.866	21.886.665
Raw materials and packaging	11.178.900	11.690.101
Goods in transit	4.587.803	7.811.230
Adjustment to net realizable value	(15.175.610)	(7.454.970)
Total	44.941.628	45.989.452

	12/31/2025	12/31/2024
Movement of net realizable value		
Opening balance in january, 01	(7.454.970)	(5.186.137)
(+) Additions	(12.013.361)	(4.729.172)
(-) Reversals	4.292.721	2.460.339
Closing balance	(15.175.610)	(7.454.970)

8 Other assets

(i) Current assets	12/31/2025	12/31/2024
Other recoverable taxes		
Federal taxes	2.928.167	3.285.363
State taxes	20.350.400	18.455.173
Advances		
To others	123	129.584
To suppliers	844.672	1.389.806
Pre-paid expenses	6.074.579	1.656.989
Total	30.197.941	24.916.915
(ii) Non-current assets		
Related parties - Note 15	4.833.419	4.142.889
Other	10.191	13.609
Total	4.843.610	4.156.498
Total other assets (i + ii)	35.041.551	29.073.413

9 Other financial assets

	12/31/2025	12/31/2024
Current financial asset		
Advances	634.384	649.881
Non-current financial asset		
Judicial deposits	2.300.839	4.143.138
Total other financial assets	2.935.223	4.793.019

Judicial deposits

Labor and Tax: In some situations, due to legal requirements or the presentation of guarantees, judicial deposits are made to guarantee the continuity of the proceedings under discussion. These judicial deposits may be required for lawsuits whose likelihood of loss has been assessed by the Company, based on the opinion of its legal advisors, as probable, possible or remote.

10 Deferred taxes assets

Deferred tax arising from temporary differences in leasing - Right to use real estate.

Temporary differences (non-deductible expenses at year end for tax Income)

	12/31/2025	12/31/2024
Opening balance in january, 01	91.450	70.696
(+) Temporary additions - amortization and interest	356.991	452.473
(-) Temporary exclusions - payments	(448.441)	(431.719)
Total	-	91.450
Tax rate	34%	34%
Total recognized	-	31.092

Movement in the income statement

Opening balance in january, 01	31.092	24.036
Additions	-	31.092
Realization	(31.092)	(24.036)
Closing balance	-	31.092

The estimate for the recoverability of temporary differences will be made when the payments for this lease start. Soon, the deduction will be allowed in the Income tax calculation base.

11 Right of use assets

a. Right-of-use assets

	Vehicles	Property rental	Total
On december 31, 2023	3.835.222	139.718	3.974.941
Additions by new contract	7.048.244	1.502.690	8.550.934
Amortization	(3.209.923)	(325.609)	(3.535.532)
Withdrawal for termination of contract	-	-	-
On december 31, 2024	7.673.543	1.316.799	8.990.343
Additions by new contract	594.485	63.148	657.633
Amortization	(3.038.033)	(99.194)	(3.137.227)
Withdrawal for termination of contract	(265.034)	-	(265.034)
On december 31, 2025	4.964.961	1.280.753	6.245.715

The company rents vehicles for its administrative and commercial area. Depreciation varies according to the term agreed between the lessor and lessee, averaging 36 months. The amortization period is individual per asset. In addition to vehicles, the Company has a rental property for its administrative and operational area, with a 5-year contract period, with the possibility of renewal. Current and non-current liabilities due from the lease are as follows:

b. Leasing liability

	12/31/2025	12/31/2024
Current liabilities	2.981.551	3.337.037
Non-current liabilities	3.028.454	5.873.330
Total	6.010.005	9.210.367
	12/31/2025	12/31/2024
Opening balance in january, 01	9.210.367	4.232.988
Additions	657.633	8.550.934
(-) Withdrawal for termination of contract	(265.034)	-
(-) Payments	(4.573.214)	(4.255.838)
(-) Interest	980.253	682.283
Closing balance	6.010.005	9.210.367

This fee is considered risk free. The schedule presented does not include the interest to be incurred.

Aging	12/31/2025	12/31/2024
On year 2025	-	3.337.037
On year 2026	3.647.240	4.048.006
On year 2027	2.513.495	2.835.950
On year 2028	615.618	498.347
On year 2029	178.496	171.844
Total	6.954.849	10.891.184

12 Property, plant and equipment

	Capital Work-in-Progress	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Total
Cost of fixed assets						
On december 31, 2023	1.348.978	263.000	4.783.336	19.433.582	1.761.775	27.590.671
Additions	122.730	-	-	1.275.961		1.398.691
Disposals	(326.891)	-	-	(242.284)	(4.290)	(573.465)
Transfers	(294.578)	-	-	292.660	1.918	-
On december 31, 2024	850.239	263.000	4.783.336	20.759.919	1.759.403	28.415.898
Additions	-	-	-	1.339.513	1.773	1.341.286
Disposals	-	-	-	(3.425.815)	(663.200)	(4.089.014)
Transfers	-	-	-	-	-	-
On december 31, 2025	850.239	263.000	4.783.336	18.673.618	1.097.976	25.668.170
	Capital Work-in-Progress	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Total
Accumulated depreciation						
On december 31, 2023	-	-	(2.821.132)	(14.070.673)	(1.490.180)	(18.381.985)
Additions	-	-	(260.349)	(1.249.658)	(56.872)	(1.566.879)
Disposals	-	-	-	248.768	4.016	252.784
Transfers	-	-	-	-	-	-
On december 31, 2024	-	-	(3.081.481)	(15.071.563)	(1.543.036)	(19.696.080)
Additions	-	-	(151.055)	(1.303.769)	(53.809)	(1.508.634)
Disposals	-	-	-	3.386.189	655.094	4.041.283
Transfers	-	-	-	-	-	-
On december 31, 2025	-	-	(3.232.537)	(12.989.143)	(941.751)	(17.163.431)
Net in 2023	1.348.978	263.000	1.962.204	5.362.909	271.595	9.208.686
Net in 2024	850.239	263.000	1.701.855	5.688.356	216.367	8.719.818
Net in 2025	850.239	263.000	1.550.799	5.684.475	156.225	8.504.739

13 Intangible

	Defined useful life	Indefinite useful life			
	Softwares	GoodWill	Brands	Technical Brands	Total
Intangible cost					
On december 31, 2023	3.904.923	36.724.675	1.552.941	2.345.437	44.527.976
Additions	-	-	-	-	-
Write-offs	-	-	-	(2.345.437) ¹	(2.345.437)
Impairment	-	(36.724.675) ²	(1.552.941) ²	-	(38.277.616)
On december 31, 2024	3.904.923	-	-	-	3.904.923
Additions	7.560	-	-	-	7.560
On december 31, 2025	3.912.483	-	-	-	3.912.483
Accumulated amortization					
On december 31, 2023	(2.914.104)	-	(52.941)	-	(2.967.045)
Amortization	(524.924)	-	-	-	(524.924)
Impairment	-	-	52.941	-	52.941
On december 31, 2024	(3.439.028)	-	-	-	(3.439.028)
Amortization	(453.056)	-	-	-	(453.056)
On december 31, 2025	(3.892.085)	-	-	-	(3.892.085)
Net in 2023	990.819	36.724.675	1.500.000	2.345.437	41.560.931
Net in 2024	465.895	-	-	-	465.895
Net in 2025	20.398	-	-	-	20.399

¹ The write-off occurred because the registered value was not recoverable.

² The provision for Impairment of Goodwill pursuant to assessment of recoverability due to changes in external and internal economic indicators.

14 Suppliers and other payables

	12/31/2025	12/31/2024
Related parties (note 15)	137.503.373	108.459.985
National suppliers	2.681.595	3.384.651
Foreign suppliers	2.637.538	579.267
Other accounts payable	11.403.178	10.575.606
Total	154.225.684	122.999.509

15 Related party transactions – with Zydus Lifesciences Limited

	12/31/2025	12/31/2024
Other non-current assets (i) - note 8	4.833.419	4.142.889
Suppliers - note 14	137.503.373	108.459.985
Purchases in the period	83.866.400	59.295.724

(i) Credits related to reimbursement of expenses paid on behalf of Zydus Lifesciences Limited

16 Other liabilities

	12/31/2025	12/31/2024
Other tax	4.490.569	4.865.157
Current income tax and social contribution	1.169.472	-
Provision for vacation	2.940.274	3.105.151
Performance obligation	6.524.183	1.818.101
Restitution obligation	5.327.001	2.016.422
Customer advance	1.335.797	-
Total	21.787.296	11.804.831

The opening balance of the Performance Obligation was fully recognized in Revenue for the current Year. Management estimates that the liabilities related to the performance obligation will be fully recognized in income in the 2026 fiscal year.

The restitution obligation refers to the right of customers to return purchased products. At the time of sale, a refund obligation and the corresponding revenue adjustment are recognized for products that are expected to be returned.

17 Provisions

The Company is a party to lawsuits and administrative proceedings before various courts and government agencies, arising from the course of its operations, involving labor issues, civil aspects and other matters. Based on the information provided by its legal advisors, on the analysis of the pending lawsuits and, regarding labor claims, on the previous experience of the percentage of loss in relation to the amounts claimed, it constituted the constant provision below. Management considers its amount sufficient to cover the probable estimated losses from the lawsuits in progress.

Changes in the provision for civil, tax and labor risks:

Provisions - Labor	12/31/2025	12/31/2024
Opening balance in january, 01	11.665.622	10.397.897
(+) Additions	5.256.552	1.267.725
(-) Payments	(2.410.245)	-
Closing balance	14.511.929	11.665.622

18 Share capital

The Company's share capital, fully subscribed and paid in, in the amount of in Real (BRL) 272,351,199 (272,351,199 in 2024), is represented by 272,351,199 (272,351,199 in 2024) registered shares, with a nominal value of Real (BRL) 1.00 each, as follows:

	12/31/2025	12/31/2024
Zydus Netherland B.V.	272.350.629	272.350.629
Zydus France	570	570
Total	272.351.199	272.351.199

19 Tax incentive reserve

The company have a tax incentive from the Government of the State of Espírito Santo, having a tax reduction called ICMS, since January 2020.

In accordance with Brazilian Accounting Standards (CPC 07), this incentive must be recognized in the income statement (Net Income - No. 20) and control in a specific Shareholders' Equity account is required, until its effective realization, which must occur in accordance with the rules imposed by Brazilian legislation, until December 2023. From January 2024, the tax incentive continues to be recognized in revenue and offering taxation, without the need to incorporate this amount into the tax incentive reserve in shareholders' equity.

20 Sales revenue

	12/31/2025	12/31/2024
Gross revenue	630.804.937	567.928.451
Returns and discounts	(395.354.227)	(373.639.853)
Tax incentive - Note 19	13.984.545	11.611.715
Sales taxes	(39.208.128)	(32.884.437)
Net revenue	210.227.127	173.015.876

21 Expenses

The Company presented the income statement using a classification of expenses based on their function. Information on the nature of these expenses recognized in the income statement is presented below:

	12/31/2025	12/31/2024
Cost of products and goods sold		
Raw materials, packaging and goods for resale	118.279.137	84.428.420
Materials and energy	3.566.707	3.261.015
Personnel expense	7.799.875	7.242.781
Depreciation and amortization	1.038.307	915.365
Others	3.626.713	3.290.296
Total	134.310.739	99.137.877
Administrative and selling expenses		
Personnel expense	48.659.122	47.760.297
Marketing Expenses	16.168.394	11.621.386
Third party services	6.839.724	6.492.999
Freight on sale	5.797.042	4.568.756
Depreciation and amortization	5.098.917	4.672.054
Material analysis	3.394.356	2.291.287
Travel expenses	3.295.712	3.247.280
Maintenance of software	3.283.986	3.020.556
Maintenance	2.645.132	711.088
Commissions and incentives	2.094.411	2.546.049
Property lease	494.181	350.957
Equipment rental	443.758	284.101
Projects	416.049	688.051
Vehicle rental - not related to the right of use	369.348	670.722
Scientific research	248.301	116.185
Other expenses	6.089.275	5.621.999
Total	105.337.708	94.663.767

22 Other (expenses) revenue

	12/31/2025	12/31/2024
Labor causes	(5.256.552)	(1.788.495)
Disposals	2.269	(2.666.118)
Eventual revenue	5.306.706	3.666.031
Others	14.923	390.912
Total	67.346	(397.670)

In eventual revenue include licenses for the use of brands assigned to customers.

23 Financial result

	12/31/2025	12/31/2024
Financial expenses:		
Interest on lease	(980.253)	(682.283)
Bank fees	(83.429)	(94.972)
Monetary variation	-	(277.181)
Financial discounts	-	(5.540)
Tax financial operations	(3.484)	(2.112)
Other financial expenses	(7.978)	(1.441)
Total	(1.075.144)	(1.063.529)
Financial revenue:		
Interest	206.654	37.325
Interest from financial investments	1.429.461	1.106.982
Total	1.636.115	1.144.307
Net financial result	560.971	80.778

24 Current income tax and social contribution

	12/31/2025	12/31/2024
(-) Loss / Profit before tax	(15.488.194)	(80.177.815)
Tax effect of non-deductible expenses	54.269.087	72.642.890
Non-taxable income in determining the real profit	(22.774.977)	(12.571.885)
Compensation of Tax Losses from Prior Periods	(4.792.441)	-
Tax Profit (Loss)	11.213.475	(20.106.810)
Current income tax and social contribution	(3.733.862)	-
Effective rate	33,30%	0,00%

The company carry forward taxes losses of BRL 84.942.466 as of December 2025 [as of December 2024: BRL 89.734.907] which will be available for set off against future taxable profit for indefinite period.

25 Insurance

The Company maintains insurance for certain fixed assets, as well as civil responsibility and other contractual guarantees. The summary of policies in effect on December 31, 2025, is as follows:

Object	Insured Amount	Validity
Property - Plant + ES's Office + Barras's Office	221.961.003	09/2025 a 09/2026

26 Subsequent events

There are no facts or transactions that under IAS 10 - Subsequent Events have an impact on the financial statements.