

THRU ONLINE FILING

July 17, 2024

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 023
Scrip Code : 524494

National Stock Exchange India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra – (East).
Mumbai-400051.
Scrip Code : IPCALAB

Dear Sirs,

Sub: Annual Report 2023-24

We are enclosing herewith copy of our Annual Report for the financial year ended 31st March, 2024 for your perusal and record.

Kindly acknowledge the receipt.

Thanking you

Yours faithfully
For Ipca Laboratories Limited

Harish P. Kamath
Corporate Counsel & Company Secretary
ACS 6792

Ipca Laboratories Ltd.

www.ipca.com

125, Kandivli Industrial Estate, Kandivli (West), Mumbai 400 067 (Maharashtra), India | T: +91 22 6210 5000 F: +91 22 6210 5005

Regd. Office: 48, Kandivli Industrial Estate, Kandivli (West), Mumbai 400 067 (Maharashtra), India | T: +91 22 6647 4444

E: ipca@ipca.com CIN: L24239MH1949PLC007837



Ten Years' Highlights

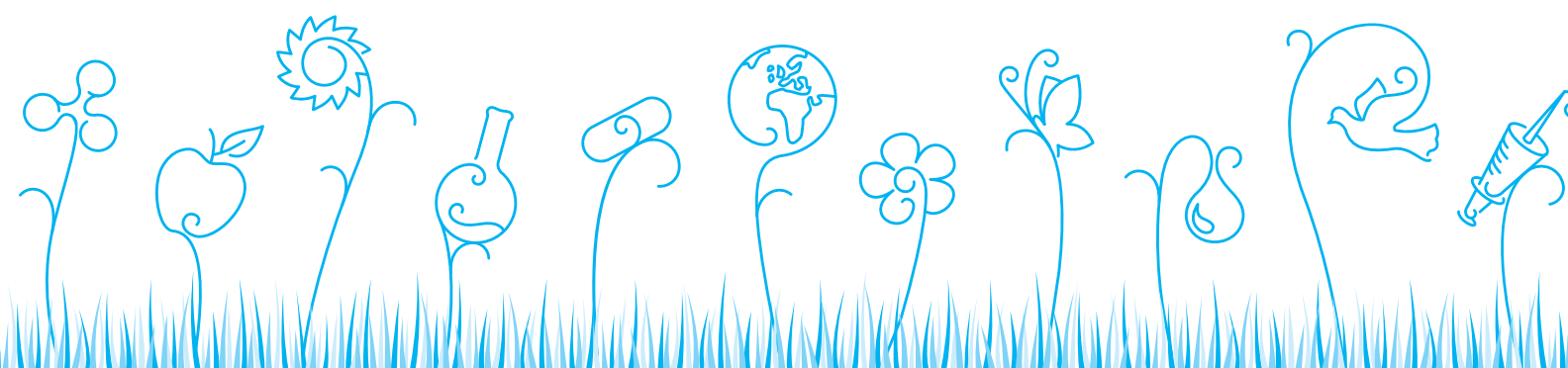
(₹ Crores)

	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24
Total Income	3120.40	2870.73	3178.87	3258.75	3687.74	4432.12	5201.40	5491.22	5925.81	6277.75
Domestic Income	1367.54	1440.88	1617.13	1694.54	1956.90	2288.37	2484.21	2983.09	3282.39	3570.05
Export Income	1752.86	1429.85	1561.74	1564.21	1730.84	2143.75	2717.19	2508.13	2643.42	2707.70
Earning before Interest, Depreciation & Tax #	556.27	341.81	435.20	478.82	765.26	993.41	1534.47	1259.52	1054.04	1300.83
Profit before Tax	357.73	111.45	258.20	282.80	557.39	784.97	1379.96	1074.11	750.49	822.16
Net Profit after Tax	256.11	92.52	188.29	233.11	454.91	652.46	1140.77	860.37	505.70	530.41
Share Capital	25.24	25.24	25.24	25.24	25.27	25.27	25.37	25.37	25.37	25.37
Reserves & Surplus	2196.57	2257.81	2449.88	2669.71	3111.39	3640.33	4727.35	5450.39	5851.93	6323.34
Net Worth	2221.81	2283.05	2475.12	2694.95	3136.66	3665.60	4752.72	5475.76	5877.30	6348.71
Dividend (%)	50%	-	50%	50%	150%	250%	400%	400%	400%	400%
Earnings per share (₹)	20.29	7.33	14.92	18.47	36.01	51.64	90.08	@33.91	@19.93	@20.91
Book Value per share (₹)	176.05	180.91	196.12	213.55	248.25	290.11	374.67	@215.84	@231.66	@250.24

Before Foreign Exchange Gain /Loss

@ Post sub-division of each equity Share of ₹ 2/- into 2 equity Shares of ₹ 1 /- each in FY 2021-22

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Board of Directors	
Premchand Godha (DIN 00012691)	Executive Chairman
Ajit Kumar Jain (DIN 00012657)	Managing Director
Pranay Godha (DIN 00016525)	Managing Director
Prashant Godha (DIN 00012759)	Executive Director
Dr. (Ms.) Manisha Premnath (DIN 05280048)	Independent Director
Kamal Kishore Seth (DIN 00194986)	Independent Director
Dr. Narendra Mairpady (DIN 00536905)	Independent Director
Dr. (Ms.) Swati Patankar (DIN 06594600)	Independent Director
Vivek Shiralkar (DIN 00340316)	Independent Director
Corporate Management team	
Premchand Godha	Executive Chairman
Ajit Kumar Jain	Managing Director / CFO
Pranay Godha	Managing Director/CEO
Prashant Godha	Executive Director
Dr. Ashok Kumar	President - R&D (Chemicals)
Dr. Anil Pareek	President - Medical Affairs & Clinical Research
Sunil Ghai	President - Marketing
Harish P. Kamath	Corporate Counsel & Company Secretary
Pabitra Kumar Bhattacharya	President - Operations (API)
Dr. Sanjay Kapadia	President - Corporate Quality Assurance
Kavita Sehwan	President - Generics
Shashil Mendonsa	President - International Marketing
Shailesh Laul	President - Operations (Formulations)
Hitesh Maheshwari	President - R&D (Formulations)
Company Secretary	
Harish P. Kamath (ACS 6792)	
Auditors	
For Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W)	
Cost Auditors	
ABK & Associates, Cost Accountants (Firm Regn. No. 000036)	
Secretarial Auditors	
Parikh & Associates, Company Secretaries	

Registered Office

48, Kandivli Industrial Estate
Kandivli (West)
Mumbai 400 067
India
T: +91 22 6647 4444
F: +91 22 6210 5005

Research & Development Centre

48, 123 AB, 125 & 126 (Amalgamated)
Kandivli Industrial Estate
Kandivli (West)
Mumbai 400 067
India
T: +91 22 6210 5000
F: +91 22 6210 5439

Registrars & Share Transfer Agents

Link Intime India Pvt. Ltd.
C-101, 247 Park
L.B.S. Marg, Vikhroli (West)
Mumbai 400 083
T: +91 22 4918 6000/8108116767
F: +91 22 4918 6060

Bankers

Axis Bank Ltd.
Barclays Bank PLC
Citibank N.A.
DBS Bank India Ltd.
HDFC Bank Ltd.
HSBC Ltd.
ICICI Bank Ltd.
J. P. Morgan Chase Bank
Kotak Mahindra Bank
United Overseas Bank Ltd.
Yes Bank Ltd.

Works**Madhya Pradesh**

P.O. Sejavta 457 001, Ratlam
T: +91 7412 278000 | F: +91 7412 279083
89 A-B / 90 / 91, Industrial Estate, Pologround
Indore 452 003
T: +91 731 2421172 | F: +91 731 2422082
1, Pharma Zone
SEZ Indore, Pithampur 454 775
T: +91 7292 667777 | F: +91 7292 667020
470, 471 & 481 Sector III, Industrial Area,
Pithampur 454 775
T: +91 07292 256167
Plots 16-22
Industrial Area No. 1, AB Road
Dewas- 455 001
Tel.: +91 97555 36843

Gujarat

Plot No. 69 to 72-B, Sector II, KASEZ
Gandhidham 370 230
T: +91 2836 252385 | F: +91 2836 252313
4722, GIDC Industrial Estate
Ankleshwar 393 002
T: +91 2646 220594 | F: +91 2646 250435
23-24, GIDC Industrial Estate
Nandesari 391 340
T: +91 265 2840795 | F: +91 265 2840868
Village Ranu (Taluka Padra) 391 445
T: +91 2662 227300

Union Territory of Dadra & Nagar Haveli and Daman & Diu

Plot No. 255/1, Village Athal
Silvassa 396 230
T: +91 260 2640301 | F: +91 260 2640303
Plot No. 65, 99 & 126, Danudyog Indl. Estate
Silvassa 396 230
T: +91 260 2640850 | F: +91 260 2640646

Maharashtra

H-4, G4 to G7, MIDC, Waluj Indl. Area (Unit I and II)
Aurangabad 431 136
T: +91 240 6611501 | F: +91 240 2564113
C 89 to C 95, MIDC Industrial Area
Mahad 402 309
T: +91 2145 232058 | F: +91 2145 232055
T-139, MIDC, Tarapur, Palghar 401 506
T: +91 02525 205273
E41 & 129 & 128/2
Tarapur Industrial Area
Palghar 401 506
T: +91 02525 661046

Uttarakhand

C-6, Sara Indl. Estate, Chakrata Road
Rampur, Dehradun 248 197
T: +91 135 2699195 | F: +91 135 2699171

Sikkim

393 / 394, Melli-Jorethang Road (Unit I and II)
Gom Block, Bharikhola, South District 737 121
T: +91 7029955599 F: +9103595257722

NOTICE

NOTICE is hereby given that the 74th ANNUAL GENERAL MEETING (AGM) of Ipca Laboratories Limited (CIN L24239MH1949PLC007837) will be held on Tuesday, 13th August, 2024 at 3.30 p.m. through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the Report of the Auditors thereon.
2. To declare / confirm payment of dividend on equity shares.
3. To appoint a Director in place of Mr. Ajit Kumar Jain (DIN 00012657) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Pranay Godha (DIN 00016525) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass, the following resolution as a Special Resolution :

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company hereby accords its approval to the re-appointment of and remuneration payable to Mr. Ajit Kumar Jain (DIN 00012657) as the Managing Director of the Company for a further period of 5 years commencing 21st August, 2024 on the terms and conditions including remuneration as approved by the Nomination and Remuneration Committee of the Board and as set out in the agreement dated 29th May, 2024 entered into between the Company and Mr. Ajit Kumar Jain, a copy whereof initialled by the Chairman for the purpose of identification is placed before the meeting, which agreement be and is hereby specifically approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

6. To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT Mr. Vivek Shiralkar (DIN 00340316) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 29th May, 2024 under Section 161 of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), each as amended, the appointment of Mr. Vivek Shiralkar (DIN 00340316), who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who is eligible for appointment as an Independent Director of the Company not liable to retire by rotation, to hold office as an Independent Director for a period of five consecutive years from 29th May, 2024 to 28th May, 2029, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

7. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 (3) and such other applicable provisions, if any, of the Companies Act, 2013

read with rules made thereunder, M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036) who have been appointed as the Cost Auditors of the Company by the Board of Directors on the recommendation of the Audit Committee, to conduct the audit of the cost records maintained by the Company for the financial year 2024-25 be paid remuneration of Rs. 8,00,000/- (Rupees Eight Lacs Only) plus service tax and reimbursement of traveling and other out of pocket expenses.”

IMPORTANT NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the business under Item No. 5, 6 and 7 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company at its meeting held on 29th May, 2024 considered that the special business under Item No. 5, 6 and 7 being unavoidable, be transacted at the 74th AGM of the Company.
2. Additional information pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’) and Secretarial Standard on General Meetings (‘SS-2’) issued by The Institute of Company Secretaries of India, in respect of Directors retiring by rotation and seeking re-appointment at this Annual General Meeting (‘Meeting’ or ‘AGM’) is furnished as Annexure to this Notice.
3. General instructions for accessing and participating in the 74th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting
 - a. Pursuant to General Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 74th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The deemed venue for the 74th AGM shall be the office of the Company situated at Plot No. 125, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067.
 - b. In terms of the circulars issued by MCA and SEBI, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 74th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting and for participation in the 74th AGM through VC/OAVM Facility and e-Voting.
 - c. The Members can join the AGM in the VC/OAVM mode between 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction of first come first served basis.
 - d. Since the AGM will be held through VC/OAVM Facility, the Route Map of the AGM venue, proxy form and attendance slip is not annexed in this Notice.
 - e. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.
 - f. In accordance with the aforesaid MCA Circulars and the applicable SEBI Circulars, notice of the 74th AGM and the Annual Report for the financial year 2023-24 including therein, inter-alia, the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024 are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same.





Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s and who wish to receive the Notice of the 74th AGM and the Annual Report for the year 2023-24 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

- (i) For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, name, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address investors@ipca.com.
 - (ii) For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
 - g. In line with the circulars issued by MCA and SEBI, the Notice of the 74th AGM will be available on the website of the Company at www.ipca.com and on the websites of BSE Limited at www.bseindia.com and The National Stock Exchange of India Limited (NSE) at www.nseindia.com and also on the website of NSDL at www.evoting.nsdl.com.
 - h. Attendance of the Members participating in the 74th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 - i. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are deemed to be interested, maintained under Section 189 of the Act, will be available for inspection by the members during the AGM. All documents referred to in the Notice will also be available for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@ipca.com.
 - j. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal / e-voting portal.
 - k. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with circulars issued by MCA and SEBI from time to time.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 7th August, 2024 to Tuesday, 13th August, 2024 (both days inclusive) for ascertaining the names of the shareholders to whom the dividend which if declared at the meeting is payable.
 5. The dividend if declared at the meeting will be paid to those members,
 - a. whose names appear as beneficial owners as at the end of the business hours on Tuesday, 6th August, 2024 in the list of beneficial owners to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of the shares held in electronic form; and
 - b. whose names appear as members in the Register of Members of the Company after giving effect to valid share transfers / transmission in physical form lodged with the Company / Registrar and Share Transfer Agents viz Link Intime India Pvt. Ltd. on or before Tuesday, 6th August, 2024.
 6. The Instructions for Members for Remote e-Voting and joining General Meeting are as under:-
 - a. The remote e-voting period begins on Friday, 9th August, 2024 at 9.00 a.m. and ends on Monday, 12th August, 2024 at 5.00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 6th August, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 6th August, 2024.
 - b. Any person who is not a Member as on the cut off date should treat this notice for information purpose only. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - c. How do I vote electronically using NSDL e-Voting system?
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp.
	<ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;"> <div style="text-align: center; margin-right: 20px;">  <p>App Store</p> </div> <div style="text-align: center; margin-right: 20px;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;"> <div style="text-align: center; margin-right: 20px;">  </div> <div style="text-align: center;">  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers website directly.

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site. After successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and [CDSL](http://www.cdslindia.com).

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 48867000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

i. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
- ii. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- iii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- v. Now, you will have to click on "Login" button.
- vi. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- i. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is live.
- ii. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- iii. Now you are ready for e-Voting as the Voting page opens.
- iv. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- v. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

- i. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrtunizer@ipca.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
- iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for shareholders available at the download section of www.evoting.nsdl.com or call at 022 48867000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- a. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@ipca.com.
 - b. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@ipca.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode](#).
 - c. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 - d. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with depositories and depository participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
7. The instructions for members for e-voting on the day of the AGM are as under :
- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
 - b. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
 - c. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
 - d. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
8. Instructions for Members for attending the AGM through VC/OAVM are as under:
- a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
 - b. Members are encouraged to join the meeting through laptops for better experience.
 - c. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - d. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
 - e. Shareholders who have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@ipca.com. The same will be replied by the Company suitably.
 - f. Shareholders who would like to express their views at the AGM may pre-register themselves as a speaker by sending their request mentioning their name demat account number/folio number, email id, mobile number at investors@ipca.com.
9. The voting rights of Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date of 6th August, 2024.
10. Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the 74th AGM by email and holds shares as on the cut-off date i.e. 6th August, 2024, may obtain the User ID and password by sending a request to the Company's email address investors@ipca.com. However, if you are already registered with NSDL for remote e-Voting then you can

use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

11. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the AGM.
12. Mr. P. N. Parikh (Membership No. FCS327 CP1228) or failing him Ms. Jigyasa N. Ved (Membership No. FCS6488 CP6018) or failing them Mr. Mitesh Dhaliwala (Membership No. FCS8331 CP9511) of M/s. Parikh & Associates, Practising Company Secretaries have been appointed as the Scrutinizer to scrutinize the remote e-Voting process (including e-Voting at the meeting) in a fair and transparent manner.
13. During the 74th AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the 74th AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 74th AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the 74th AGM.
14. The Scrutinizer shall after the conclusion of e-Voting at the 74th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 74th AGM, who shall then countersign and declare the result of the voting forthwith.
15. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.ipca.com and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE).
16. Pursuant to the circulars issued by MCA and SEBI from time to time, the Notice of the 74th AGM and the Annual Report for the financial year 2023-24 including therein, inter-alia, the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024, the Auditors Report and the Directors Report, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s and who wish to receive the Notice of the 74th AGM and the Annual Report for the year 2023-24 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
 - (a) For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, name, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address investors@ipca.com.
 - (b) For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
17. The Notice of the 74th AGM and the Annual Report for the financial year 2023-24 including therein, inter-alia, the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2024, will be available on the website of the Company at www.ipca.com and the website of BSE Limited at www.bseindia.com and The National Stock Exchange of India Ltd. at www.nseindia.com. The Notice of 74th AGM will also be available on the website of NSDL at www.evoting.nsdl.com.
18. Members are requested to:
 - (a) intimate to the Company / their Depository Participant ("DP"), changes, if any, in their registered address at an early date;
 - (b) quote their Registered Folio No. and/or DP Identity and Client Identity number in their correspondence;
 - (c) encash the dividend warrants on their receipt as dividend amounts remaining unclaimed for seven years are required to be transferred to the 'Investor Education and Protection Fund' established by the Central Government under the provisions of the Companies Act, 2013. Pursuant to Section 124(5) of the Companies Act, 2013, all unclaimed dividend declared and paid upto final dividend for the financial year 2015-16 have been transferred by the Company to the Investor Education and Protection Fund. Members who have not encashed their dividend warrants for subsequent period are requested to encash the same immediately.
 - (d) Pursuant to the provisions of Section 124 (6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has transferred all shares in respect of which

dividend has not been encashed by the shareholders for seven consecutive years or more in the name of Investor Education and Protection Fund (IEPF). The shareholders who wish to claim the said shares from the IEPF may claim the same by filing e-form No. IEPF-5 as prescribed under the said Rules available on iepf.gov.in along with requisite fee as decided by the Authority from time to time. The Member/claimant can file only one consolidated claim in a financial year as per the IEPF Rules and amendments thereto.

- (e) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Pvt. Ltd. (Link Intime) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Link Intime.

The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN), KYC details and nomination by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the said details to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit these details to Link Intime India Pvt. Ltd.

19. As per Regulation 40 of SEBI Listing Regulations, as amended from time to time, securities of the listed companies can be transferred only in dematerialized form. Therefore, Members holding shares in physical form are requested to consider converting their shareholding to dematerialised form to eliminate all risks associated with physical shares for ease of portfolio management as well as for ease of transfer.

Registered Office:

48, Kandivli Industrial Estate,
Kandivli (West), Mumbai 400 067.
Tel : 022 – 6210 6050
E-mail: investors@ipca.com
Website: www.ipca.com
CIN: L24239MH1949PLC007837
Mumbai
29th May, 2024

By Order of the Board
For **Ipca Laboratories Ltd.**

Harish P. Kamath
Corporate Counsel & Company Secretary
ACS 6792

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

At the meeting of the Board of Directors of the Company held on 29th May, 2024, as recommended by the Nomination and Remuneration Committee, Mr. Ajit Kumar Jain (DIN 00012657) was re-appointed as the Managing Director of the Company for a further period of 5 (five) years with effect from 21st August, 2024. Accordingly, an agreement setting out the terms and conditions of his re-appointment including remuneration payable to him was entered into between the Company and Mr. Ajit Kumar Jain, Managing Director on 29th May, 2024.

This re-appointment is in compliance with Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and is subject to the approval of the shareholders by way of a special resolution.

Mr. Ajit Kumar Jain aged 69 years is a qualified Chartered Accountant and a Science Graduate and is employed with the Company since 1980. He was first appointed as a Director of the Company designated as Executive Director on 21st August, 1994. He is a professional, Wholetime, Non-promoter Director of the Company. He was re-designated as Joint Managing Director at the meeting of the Board of Directors of the Company held on 29th July, 2010 and as the Managing Director at the meeting of the Board of Directors of the Company held on 14th February, 2023. He is also CFO of the Company. He is also the member of the Company's Corporate Social Responsibility Committee and Risk Management Committee of the Board

He has more than 4 decades of experience in the pharmaceutical industry in the field of Finance, Accounts, Commercial, Information Technology, Legal, R&D, General Administration, etc.

He is also a director on the Board of Ipca Foundation. He holds 42,000 equity shares in the Company.

He has not retired / resigned as a Director of any listed Company in the past 3 years.

His vast experience in the pharmaceutical industry and as the Senior Managerial person / CFO / Executive and Managing Director of the Company for nearly 44 years is of immense benefit to the Company. In view of this, even though he shall, during the tenure of his appointment, complete the age of 70 years on 5th May, 2025, his appointment as the Managing Director for a period of 5 years w.e.f. 21st August, 2024 is recommended by the Board of Directors for the approval of the shareholders as a special resolution under Section 196 of the Companies Act, 2013.

Mr. A. K. Jain is not debarred from holding the office of Director by virtue of any SEBI order or order by any other competent authority.

Number of Board Meetings held and attended by him during his tenure as Director of the Company is given in the Corporate Governance Report of the respective financial year annexed with the Company's Annual Reports which are available on the Company's website www.ipca.com. During the financial year 2023-24, he has attended all the 8 (eight) board meetings held.

He is not related to any Director or Key Managerial Personnel (KMP) of the Company.

The Agreement referred to in the resolution at item 5 of the accompanying notice sets out the remuneration and other terms and conditions applicable to Mr. Ajit Kumar Jain upon his re-appointment as the Managing Director.

The abstract of the terms and conditions of his re-appointment as mentioned in the said Agreement are as follows:

1. Period: 5 (five) years with effect from 21st August, 2024.
2. The Managing Director shall exercise and perform such powers and duties as the Board shall from time to time, determine, and subject to any directions and restrictions, from time to time, given and imposed by the Board and further subject to the superintendence, control and direction of the Board, he shall have the general control, management and superintendence of the business of the Company in the ordinary course of business and to do and perform all other acts, deeds and things which, in the ordinary course of business, he may consider necessary or proper or in the interest of the Company.
3. The Managing Director shall devote his whole-time attention and abilities to the business of the Company and shall obey the orders, from time to time, of the Board and in all respects conform to and comply with the directions and regulations made by the Board and shall use his best endeavors to promote interests of the Company.
4. During the period of his employment the Managing Director shall whenever required by the Company undertake such traveling in India and elsewhere as the Board may from time to time direct in connection with or in relation to the business of the Company.

5. The Company shall, in consideration of the performance of his duties, pay to the Managing Director during the continuance of this Agreement, the following remuneration:
- a) Salary of Rs. 21,50,000/- (Rupees twenty one lacs fifty thousand only) per month with such annual increments as may be decided by the Board subject to a ceiling of Rs.32,00,000/- (Rupees Thirty two lacs Only) per month.
 - b) Commission: Such remuneration by way of commission, in addition to the above salary and perquisite, calculated with reference to the net profits of the Company in a particular financial year and as may be determined by the Board of Directors of the Company, subject to the overall ceilings stipulated under Section 197 and other applicable provisions of the Companies Act, 2013 but not more than 200% of his annual salary. The specific amount payable to the Managing Director will be based on certain performance criteria to be laid down by the Board and will be payable annually after annual accounts have been adopted by the shareholders.
 - c) Perquisites: In addition to the salary and commission, the Managing Director shall be entitled to the following perquisites:
 - i) Housing: The expenditure incurred by the Company on hiring furnished accommodation for the Managing Director will be subject to a maximum of sixty per cent of the salary. In case no accommodation is provided by the Company, the Managing Director shall be entitled to the house rent allowance subject to the said ceiling of 60% of the salary.

Explanation: The expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per the Income-Tax Rules, 1962. This shall, however, be subject to a ceiling of ten per cent of the salary of the Managing Director.
 - ii) Medical, hospitalization and health-care expenses: Actual expenses incurred for the Managing Director and his family including mediclaim policy premium to be paid by the Company.
 - iii) Leave travel concession: For the Managing Director and his family, once in a year incurred in accordance with any rules specified by the Company subject to a ceiling of one month salary.
 - iv) Club fees: Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fee.
 - v) Personal accident insurance: As per any rules specified by the Company.
 - vi) Provident fund: Company's contribution to provident fund shall be as per the scheme applicable to the employees of the Company.
 - vii) Contribution to National Pension Scheme: Company's contribution to any superannuation fund and national pension scheme shall be in accordance with the rules of the scheme as may be applicable or as may be framed / decided by the Company.

Contribution to provident fund, superannuation fund and national pension scheme will not be included in the computation of perquisites to the extent these either singly or put together are not taxable under the Income-tax Act.
 - viii) Gratuity: As per the rules of the Company, payable in accordance with the approved gratuity fund and which shall not exceed half a month's salary for each completed year of service.
 - ix) Encashment of unavailed privilege leave at the end of the tenure of the appointment.
 - x) Company maintained car with driver.
 - xi) Land line telephone(s) at the residence and mobile phone(s) for official use.
6. In the event of no profit or inadequacy of profits, the Company shall pay the aforesaid remuneration by way of salary and perquisites as minimum remuneration.
7. The Managing Director shall be entitled to annual privilege leave on full salary for a period of thirty days and such leave shall not be allowed to be accumulated for more than one hundred twenty days during the tenure of appointment.
8. The Managing Director shall be entitled to :
- a) the reimbursement of entertainment expenses actually and properly incurred by him in the course of the legitimate business of

the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

- b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively on the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as approved by the Board of Directors.
9. As long as Mr. Ajit Kumar Jain functions as Managing Director, he shall not be paid any sitting fee for attending the meetings of the Board of Directors or Committees thereof.
 10. As long as Mr. Ajit Kumar Jain functions as Managing Director, he shall not become interested or otherwise concerned directly or through his wife and/or children, in any selling agency of the Company except with the consent of the Company accorded by a special resolution.
 11. The Managing Director shall not during the continuance of his employment with the Company or at any time thereafter divulge or disclose to any person whomsoever or to make any use whatsoever for his own purpose or for any purpose other than that of the Company or any information or knowledge obtained by him during his employment as to the business or affairs of the Company or its methods or as to any trade secrets or secret processes of the Company and the Managing Director shall during the continuance of his employment hereunder also use his best endeavor to prevent any other person from so doing PROVIDED HOWEVER that such divulgence or disclosure by the Managing Director to officers and employees of the Company for the purpose of business of the Company shall not be deemed to be contravention of this clause.
 12. Any property of the Company or relating to the business of the Company, including memoranda, notes, records, reports, plates, sketches, plans, recorded diskettes, drives, tapes, electronic memory gadgets or other documents which may be in the possession of or under the control of the Managing Director or to which the Managing Director has, at any time access shall, at the time of the termination of his employment be delivered by the Managing Director to the company or as it shall direct and the Managing Director shall not be entitled to the copyright in any such document which he hereby acknowledges to be vested in the Company or its assigns and binds himself not to retain copies of any of them.
 13. The Company may forthwith terminate the employment, if the Managing Director shall at anytime be prevented by ill-health or accident from performing his duties.
 14. The Company shall be entitled to forthwith terminate the agreement if the Managing Director becomes insolvent or makes any composition or arrangement with his creditors or he ceases to be a Director of the Company.
 15. In the case of death of the Managing Director in the course of his employment, the Company shall pay to his legal representatives the remuneration for the then current month in addition to such other sum as the Board may determine.
 16. If the Managing Director is guilty of inattention to or negligence in the conduct of the business or of any other act or omission inconsistent with his duties as Managing Director or of any breach of this Agreement which in the opinion of the Board renders his retirement from the office of Managing Director desirable, the Company by not less than sixty days notice in writing to the Managing Director determine this Agreement and upon the expiration of such notice the Managing Director shall cease to be the Director of the Company.
 17. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at anytime by giving to the other party 60 days notice in writing in that behalf without the necessity of showing any cause and on the expiry of the period of such notice this Agreement shall stand determined and the Managing Director shall cease to be the Director of the Company. Provided that the aforesaid notice may be waived mutually by the parties hereto.
 18. The terms and conditions including the remuneration payable to the Managing Director for the said appointment and/or Agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit.
 19. This Agreement represents the entire agreement, between the parties hereto on the subject matter thereof.

Except Mr. A. K. Jain himself and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives may be considered to be interested or concerned in passing of this resolution.

The Board of Directors accordingly recommend the resolution set out at Item No. 5 of the accompanying notice for the approval of the members by way of a special resolution. This resolution is proposed as a special resolution since Mr. Ajit Kumar Jain shall be attaining the age of 70 years during the tenure of his re-appointment.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

Item No. 6

The Board of Directors ("Board") on the recommendation of the Nomination and Remuneration Committee ("NRC") has appointed Mr. Vivek Shiralkar (DIN 00340316) as an Additional Director of the Company with effect from 29th May, 2024 and also as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 29th May, 2024 to 29th May, 2029, subject to approval of the Members by way of a special resolution.

Mr. Vivek Shiralkar, aged 65 years has done his B.A. (Economics) from Pune University and L.L.B from Bombay University. He is also an Attorney at Law (Solicitor). He is practising as an Advocate / Solicitor since 1981.

The NRC has identified amongst others his qualification and his vast experience in the legal field as a senior lawyer / solicitor as the skills required for this role. After reviewing the profile of Mr. Vivek Shiralkar, the NRC and the Board was of the view that Mr. Vivek Shiralkar possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with his rich experience will benefit the Company. Accordingly, the Nomination and Remuneration Committee has recommended to the Board his candidature as an Independent Director of the Company.

The Board has also appointed him as the Member of the following Committees of the Board with effect from 29th May, 2024 :

(1) Audit Committee (2) Nomination and Remuneration Committee and (3) Stakeholders Relationship Committee.

He holds 200 equity shares of the Company.

He is a Director on the Board of Opec Investment Pvt. Ltd. He has not resigned / retired as a Director from any listed entity in the last three years.

The Company has received a declaration from Mr. Shiralkar to the effect that he meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b), Regulation 25(8) and other applicable provisions of the Listing Regulations. Mr. Shiralkar has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Shiralkar has also confirmed that he is in compliance with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 with respect to his registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

He is not related to any Director or Key Managerial Personnel of the Company.

The Board, on the basis of confirmations / declarations provided by Mr. Shiralkar is of the opinion that he fulfils the conditions / criteria specified under the Act, the Rules framed thereunder and the Listing Regulations in relation to his appointment as an Independent Director of the Company and that he is independent of the management of the Company.

The Company has received a notice pursuant to Section 160 of the Act from a Member signifying the intention to propose the appointment of Mr. Vivek Shiralkar as a Director of the Company.

The letter of his appointment as an Independent Director setting out the terms and conditions of his appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at investors@ipca.com. The same is also placed on the website of the Company www.ipca.com.

Pursuant to the provisions of section 149, 152, and other applicable provisions of the Companies Act, 2013 and Regulation 17(1C) of the Listing Regulations, approval of Members for appointment of a person on the Board of Directors of a company is required to be obtained. Hence the approval of the Members for his appointment is sought in this Annual General Meeting.

The Board, considering the qualification, experience and expertise of Mr. Shiralkar, recommends the Special Resolution as set out at Item No. 6 of the Notice for approval of the Members.

Except Mr. Shiralkar, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

Item No. 7

The Board of Directors on the recommendation of the Audit Committee have re-appointed M/s ABK & Associates, Cost Accountants (Firm Registration No. 000036) as the Cost Auditors of the Company for the financial year 2024-25. A certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect this certificate can send an email to investors@ipca.com.

As per Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the shareholders. The Board has decided the remuneration payable to M/s. ABK & Associates as Cost Auditors as mentioned in the resolution on the recommendation of the Audit Committee. Hence this resolution is put for the consideration of the shareholders.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

The Board of Directors accordingly recommend the resolution set out at Item No. 7 of the accompanying Notice for the approval of the members.

Details of Directors seeking appointment/ re-appointment

(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 on General Meetings)

Name	Mr. A. K. Jain	Mr. Pranay Godha	Mr. Vivek Shiralkar
DIN	00012657	00016525	00340316
Date of Birth and Age	5 th May, 1955 69 years	24 th March, 1972 52 years	10 th December, 1958 65 years
Date of first appointment as a Director of the Company	21 st August, 1994	11 th November, 2008	29 th May, 2024
Qualifications	B.Sc, ACA	B.Sc, MBA	B.A. (Economics), LL.B, Solicitor
Expertise in specific functional areas	Research & Development, Manufacturing & Marketing, Commercial, Finance, Legal & General Management	Research & Development, Technical, Manufacturing & Marketing, Regulatory, Finance, Legal & General Management	Legal and Commercial
Terms and Conditions of appointment and re-appointment	Being re-appointed as Managing Director for a period of 5 (five) years from 21 st August, 2024 to 20 th August, 2029	Retiring by rotation	For a term of 5 (five) consecutive years from 29 th May, 2024 to 28 th May, 2029
Details of Remuneration last drawn	Rs. 8,44,36,790/-	Rs. 6,52,28,222/-	None
Details of Remuneration sought to be paid	As stated in the explanatory statement	Retiring by rotation as Director and being re-appointed	Sitting fees payable for attending Board/Committee Meetings
Number of Board meetings attended during the Financial Year 2023-24	8	8	None (Appointed w.e.f 29.05.2024)
Directorships held in other companies (excluding foreign companies)	Ipca Foundation	<ul style="list-style-type: none"> • Unichem Laboratories Ltd. • Kaygee Laboratories Pvt. Ltd. • Kaygee Investments Pvt. Ltd. • Mexin Medicaments Pvt. Ltd. • Paschim Chemicals Pvt. Ltd. 	Opec Investment Pvt. Ltd.

Listed Entities from which he/she has resigned as Director in past 3 years	None	None	None
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	None	1	None
Number of Equity Shares held in the Company	42,000	17,00,990	200

Registered Office:

48, Kandivli Industrial Estate,
Kandivli (West), Mumbai 400 067.
Tel : 022 – 6210 6050
E-mail: investors@ipca.com
Website: www.ipca.com
CIN: L24239MH1949PLC007837
Mumbai
29th May, 2024

By Order of the Board
For **Ipca Laboratories Ltd.**

Harish P. Kamath
Corporate Counsel & Company Secretary
ACS 6792

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors have pleasure in presenting the 74th Annual Report and Audited Financial Statements for the financial year ended 31st March, 2024.

STANDALONE AND CONSOLIDATED FINANCIAL RESULTS

(₹ crores)

	STANDALONE		CONSOLIDATED	
	Year ended 31.3.2024	Year ended 31.3.2023	Year ended 31.3.2024	Year ended 31.3.2023
Sales and other Income	6277.75	5925.81	7829.81	6369.94
Profit before finance cost and depreciation	1322.67	1023.04	1445.93	1052.39
Finance cost	120.67	43.92	138.27	45.54
Depreciation and Amortisation	246.48	228.63	357.24	261.56
Profit before exceptional items and tax	955.52	750.49	950.42	745.29
Exceptional Items: (Income) / Expenses	133.36	-	107.75	-
Profit Before Tax	822.16	750.49	842.67	745.29
Tax Expense:				
Current Tax	291.00	223.95	313.24	230.14
Short / (Excess) provision of taxes for earlier years	(2.99)	-	(3.06)	0.22
Deferred Tax Liability / (Asset)	3.74	20.84	3.28	23.00
Net Profit	530.41	505.70	529.21	491.93

TRANSFER TO RESERVES

The Company does not propose to transfer any amount to the general reserve out of the amount available for appropriation.

FINANCIAL STATEMENTS

The standalone and consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

In accordance with Indian Accounting Standard (Ind AS-110), the audited consolidated financial statements are also provided in the Annual Report.

CREDIT RATING

During the year under report, India Ratings & Research (A Fitch Group Company) has reviewed and assigned/affirmed the following ratings to Company's working capital limit, long term loan and commercial papers :

- Fund / Non-Fund based working capital limit (INR 21000 Millions) - IND AA+ / Stable / IND A1+
- Long Term Loan (INR 6730 Millions) - IND AA+ / Stable
- Commercial Paper (INR 2500 Millions) - IND A1+
- Commercial Paper (INR 500 Millions) - IND A1+

MANAGEMENT DISCUSSION AND ANALYSIS

a. Industry Structure and Development

Pharmaceutical industry has emerged as one of the fastest growing industry in the world. The global pharmaceutical industry has shown rapid growth over the years driven by factors such as an aging population, increasing prevalence of chronic diseases, advancement in technology and raising healthcare awareness and expenditure fueled by expanding middleclass population seeking better access to healthcare. As people live longer, there is higher demand for medications to manage and treat conditions such as cardiovascular diseases, diabetes and cancer.

The pharmaceutical industry plays a crucial role in providing healthcare by researching, developing, producing and marketing a wide range of drugs including prescription medications, over the counter drugs, vaccines and biopharmaceuticals. The industry is characterized by stringent regulations, long research and development timelines, high investment in innovation and continuous quest for new and improved therapeutic solutions.

The new medications are being constantly developed, approved and marketed resulting in significant market growth. Oncology, immunology and neurology are the fastest growing therapy segments. The biologics market is also growing at a significant rate in the therapy areas such as oncology, diabetes and auto-immune diseases. The pharmaceuticals supply chain has also undergone significant transformation spurred by globalization, technological advancements, regulatory shifts and raising demand for healthcare products. The focus is now shifting from manual and transactional process to automation and strategic innovation. Significant investment in automating manufacturing and packaging processes to enhance productivity and operational cost efficiency is also taking place in the industry.

The pharmaceutical industry is estimated to grow from current US \$ 1.6 trillion to about US \$ 2.4 trillion by 2030 . Overall, the pharmaceutical industry is expected to continue to evolve as it adapts to new technologies, regulatory changes and ongoing demand for innovative healthcare solutions.

Though the pharmaceuticals industry is developing at a rapid pace, the growth won't come easily for this industry that is heavily influenced by the healthcare reforms, cost pressure, economic and geo-political fluidity, pricing regime, increased competition and challenging regulatory landscape with increased scrutiny.

b. Outlook, Risks and Concerns

The Indian pharmaceutical industry has emerged as a global leader in research and innovation driven by a combination of robust scientific and technological base, strong domestic market and cost competitive manufacturing.

India is ranked 3rd worldwide in the production of pharmaceutical products by volume and 14th by value. India is one of the largest producer of generic medicines globally with about 20% share in global supply by volume and is also leading vaccine manufacturer with a global market share of about 60%. Often hailed as the pharmacy of the world, Indian pharmaceutical industry is expanding rapidly and is expected to reach a size of about US \$ 130 Bn by 2030 from US \$ 65 Bn currently.

Indian pharmaceutical industry benefits from cost competitiveness driven by backward integration, lower labour cost, economies of scale and efficient manufacturing processes. These cost advantages enables Indian pharmaceutical industry to provide competitively priced products both in the domestic and global market. The scale and diversity of the Indian pharmaceutical industry enable it to cater to diverse needs and maneuver through market turbulences effectively.

The contribution of the pharmaceutical industry to the country's economy is also immense. Apart from large employment generation, either directly or indirectly, this industry also contributes significantly to the country's GDP. The Indian pharmaceutical industry growth will be driven by R&D capabilities, cost efficiencies, huge talent pool of scientists and new opportunities in the emerging global economies. The Indian pharmaceutical industry is expected to out-perform the global pharmaceutical industry and emerge as one of the leading pharmaceutical industry globally by absolute value.

However, poor public healthcare funding and infrastructure, low per capita consumption of medicines in emerging economies including India, currency fluctuations, geo-political conflicts, regulatory issues, government mandated price control, inflation and resultant all round increase in input costs are a few causes of concern.

During the year under report, there was no change in the nature of Company's business.

c. Financial Performance and Operations Review

During the financial year under report, the Company registered on a standalone basis a total income of ₹ 6277.75 Crores as against ₹ 5925.81 Crores in the previous year, a growth of 6%. On a consolidated basis, the total income of the Company has increased by 23% to ₹ 7829.81 Crores as against ₹ 6369.94 Crores in the previous financial year.

During the financial year under report, the Earnings before interest, depreciation, exceptional items and tax expense on a standalone basis amounted to ₹ 1322.67 Crores as against ₹ 1023.04 Crores in the previous financial year. The operations have resulted in a net profit of ₹ 530.41 Crores (after exceptional items) during the financial year under report as against ₹ 505.70 Crores in the previous financial year, an increase of 5%.

On a consolidated basis, the Earnings before interest, depreciation, exceptional items and taxation amounted to ₹ 1445.93 Crores as against ₹ 1052.39 Crores in the previous financial year. The consolidated operations have resulted in a net profit of ₹ 529.21 Crores (after exceptional items) during the financial year under report as against ₹ 491.93 Crores in the previous financial year, an increase of 8%.

Break-up of Sales (standalone)

(₹ Crores)

	2023-24				2022-23			
	Domestic	Exports	Total	Growth	Domestic	Exports	Total	Growth
Formulations	3097.16	1775.32	4872.48	11%	2760.71	1639.19	4399.90	10%
APIs & Intermediates	316.92	932.38	1249.30	(9%)	373.05	1004.23	1377.28	-
Total Sales	3414.08	2707.70	6121.78	6%	3133.76	2643.42	5777.18	7%
Growth	9%	2%	6%		9%	5%	7%	

Key Financial Ratios (standalone)

		31 st March, 2024	31 st March, 2023
1.	Debtors Turnover Ratio	6.27	6.60
2.	Inventory Turnover Ratio	1.19	1.20
3.	Interest Coverage Ratio	9.67	24.00
4.	Current Ratio	2.31	2.91
5.	Debt Equity Ratio	0.18	0.24
6.	Operating Profit Margin (%)	15.31	12.28
7.	Net Profit Margin (%)	8.45	8.53
8.	Return on Net Worth (%)	8.35	8.60

Due to business growth, mainly in the formulations business, where the value addition is better, there is an improvement in the key financial ratios as compared to the previous financial year.

d. Domestic Formulations Business

The Company's branded formulations business in India now comprises of 21 marketing divisions focusing on key therapeutic segments with a portfolio of about 165 brands. Your Company is now the 16th largest in the domestic formulations market as per IQVIA - MAT March, 2024. 5 formulation brands of the Company are featuring in the list of 300 top selling formulation brands in the country.

In order to increase the coverage and facilitate launch of new therapy divisions and new products, the Company has added nearly 2000 medical representatives in the domestic market during the last 2 financial years.

During the financial year under report, the domestic formulations business recorded a growth of 12% at ₹ 3097.16 Crores as against ₹ 2760.71 Crores in the previous year.

Domestic Branded Formulations - Therapeutic Contribution

	2023-24	2022-23
Therapeutic segment	% to sales	% to sales
Pain Management	52%	52%
Cardiovasculars & Anti-diabetics	17%	16%
Anti-malarials	3%	3%
Anti-bacterials	6%	6%
Dermatology	6%	6%
Gastro Intestinal (G I) products	2%	2%
Cough Preparations	4%	5%
Neuro Psychiatry	3%	3%
Urology	4%	4%
Nutraceuticals	1%	1%
Others	2%	2%
Total	100%	100%

e. International Business

The products of the Company continue to be exported to over 100 countries across the globe. During the financial year under report, the international business amounted to ₹ 2707.70 Crores as against ₹ 2643.42 Crores in the previous year, a growth of 2%. Formulation exports of the Company has increased by 8% to ₹ 1775.32 Crores and exports of APIs and Drug Intermediates have de-grown by 7% to ₹ 932.38 Crores.

The Company’s formulations manufacturing facilities at Piparia (Silvassa), SEZ Indore and APIs manufacturing facility at Ratlam were inspected by the US FDA during the financial year under report. These manufacturing facilities have since received Establishment Inspection Report classifying them as “Voluntary Action Indicated (VAI)” and that these manufacturing facilities are considered to be in a minimally acceptable state of compliance with regard to the current good manufacturing practice (cGMP). The US FDA has also since lifted the import alert imposed on these manufacturing facilities. The Company is currently in the process of commercializing its APIs and formulations for the US market.

The Company takes the quality and compliance issues with utmost importance. The Company has implemented comprehensive measures at all its manufacturing facilities to ensure quality and regulatory compliances. The Company is committed to its philosophy of highest standards of quality and compliance in manufacturing, operations, systems, integrity and cGMP culture.

Continent-wise Exports

(₹ Crores)

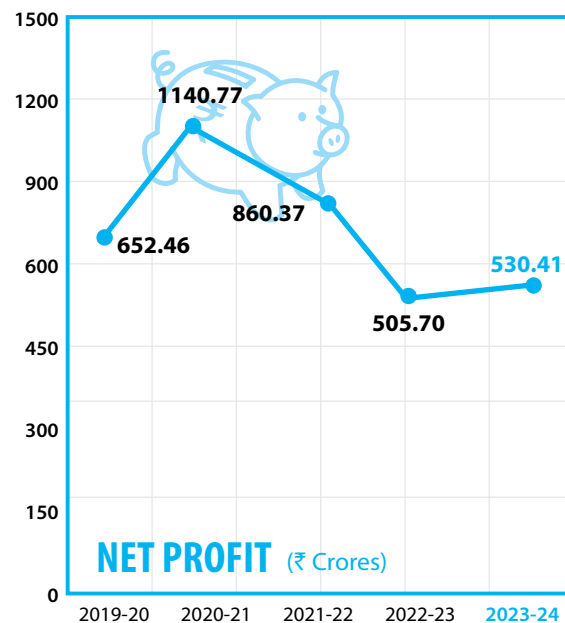
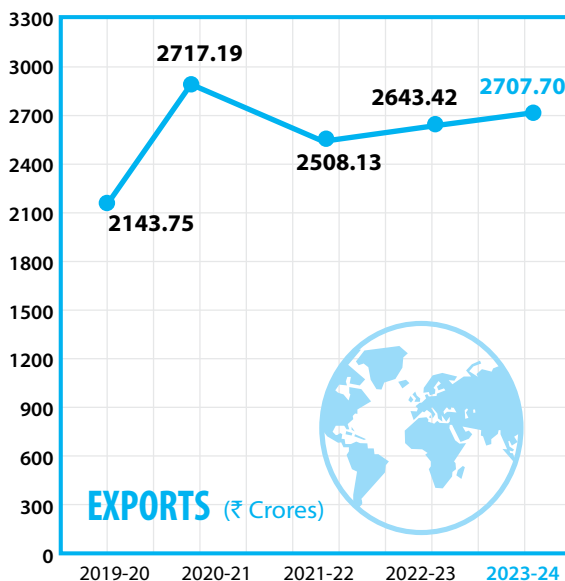
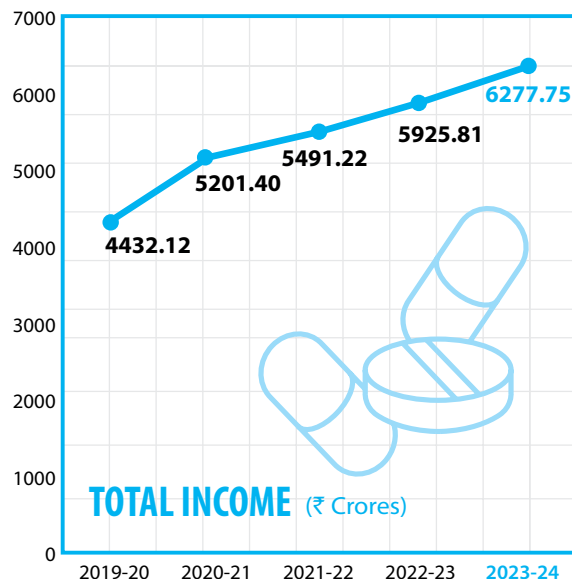
Continent	2023-24				2022-23			
	Formulations	APIs and Intermediates	Total	% to exports	Formulations	APIs and Intermediates	Total	% to exports
Europe	468.73	315.26	783.99	29%	354.85	273.53	628.38	24%
Africa	477.76	42.69	520.45	19%	548.02	55.05	603.07	23%
Americas	184.88	255.49	440.37	16%	163.17	297.79	460.96	17%
Asia	134.18	267.10	401.28	15%	110.82	341.52	452.34	17%
CIS	206.76	45.89	252.65	9%	188.44	32.53	220.97	8%
Australasia	303.01	5.95	308.96	12%	273.89	3.81	277.70	11%
Total	1775.32	932.38	2707.70	100%	1639.19	1004.23	2643.42	100%

Europe

The Company achieved European export sales of ₹ 783.99 Crores during the financial year under report as against sales of ₹ 628.38 Crores in the previous year, a growth of 25%.

The Company has developed and submitted 55 generic formulation dossiers for registration in Europe out of which 50 dossiers are registered. The Company has also obtained Certificate of Suitability (COS) of 61 APIs from European Directorate for Quality Medicines (EDQM).

The Company has started marketing generic formulations in the United Kingdom in its own label and this business is growing on expected lines with several more generic formulations lined up for commercialization.



Africa

The Company achieved export sales of ₹ 520.45 Crores to Africa during the financial year under report as against ₹ 603.07 Crores in the previous year, a de-growth of 14%.

The Company exports branded and generic formulations as well as APIs to many African countries. The Company markets branded formulations in Africa through dedicated field force. The Company also supplies generics formulations to South Africa.

The Company is expanding its branded formulations business in this continent through expansion of geographical coverage and increase in the number of branded formulations marketed. Your Company is also in the process of expanding its field force in this continent. The Company is also continuously filing new formulation dossiers for registration in the African countries.

Americas

The Company achieved sales of ₹ 440.37 Crores in this continent as against ₹ 460.96 Crores in the previous year, a decline of 4%. The Company is currently in the process of commercializing its APIs and formulations in the US market post lifting of import alert on the Company's manufacturing facilities at Ratlam, Piparia (Silvassa) and SEZ Indore.

43 ANDA applications of generic formulations developed by the Company are filed with US FDA out of which 21 ANDA applications are granted till date. 55 DMFs of the Company are also currently filed with US FDA.

Asia

The Asian business (excluding India) recorded sales of ₹ 401.28 Crores as against ₹ 452.34 Crores in the previous year. The Company exports formulations as well as APIs to several Asian countries. In countries like Nepal, Sri Lanka, Myanmar, Philippines and Vietnam, the Company markets its branded formulations through dedicated field force.

Confederation of Independent States (CIS)

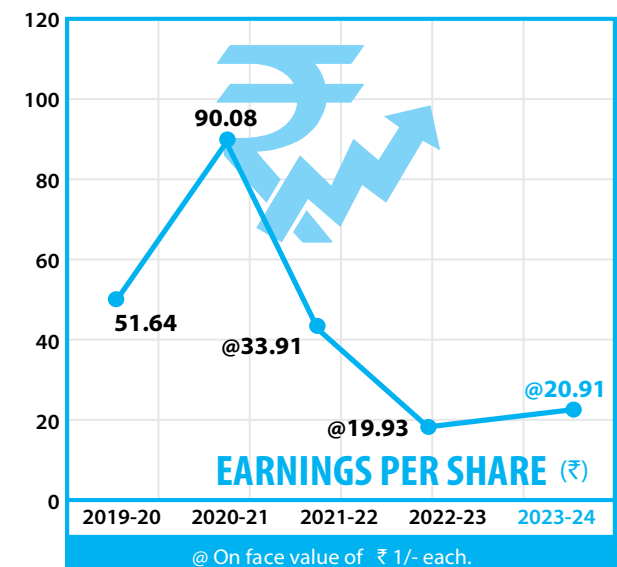
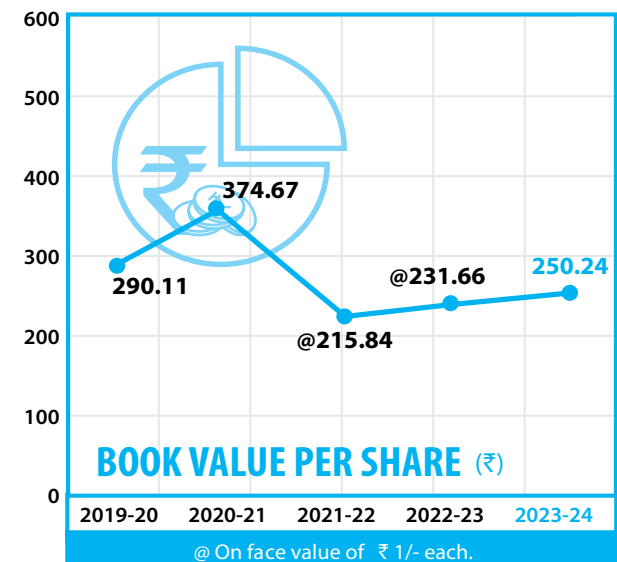
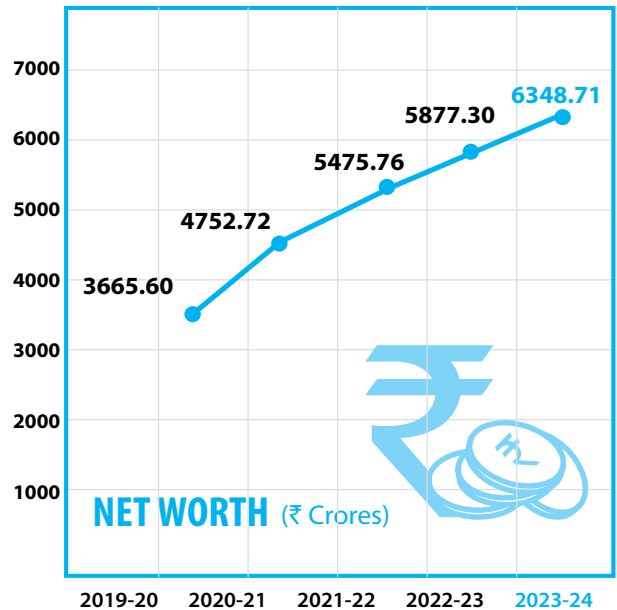
The Company's CIS business recorded sales of ₹ 252.65 Crores as against ₹ 220.97 Crores in the previous year, a growth of 14%. Most of the business is from branded formulation sales in Russia, Kazakhstan and Belarus. The Company's branded formulations are marketed in this continent by its own field force appointed through its non-trading offices.

But for geo-political conflict, the Company's export business in this sub-continent could have been even better.

Australasia

The Company exports APIs to Australia and formulations to Australia and New Zealand in this sub-continent. The business from this continent was ₹ 308.96 Crores during the financial year under report as against ₹ 277.70 Crores in the previous year, a growth of 11%.

The Company has developed and submitted 76 generic formulation dossiers for registration in this market out of which 73 dossiers are registered.



f. Active Pharmaceutical Ingredients (APIs) and Intermediates Business

During the financial year under report, the APIs and Intermediates business recorded sales of ₹ 1249.30 Crores as against ₹ 1377.28 Crores in the previous financial year. Nearly 75% of the APIs and Intermediates business is from exports.

The Company exports its APIs across the globe. Most of the international customers of the Company are end user formulations manufacturers including several multinational companies.

Your Company continue to commercialize new APIs for the global market.

g. Intellectual Property Protection

The Company has created intellectual property management group within the Research and Development centers to deal with management and protection of intellectual property. The Company has filed many patent applications till date in India, USA and other countries. These applications relate to novel and innovative manufacturing processes for the manufacture of APIs and pharmaceutical formulations.

h. Internal Control Systems and its adequacy

The Company has adequate internal control systems including suitable monitoring procedures commensurate with its size and the nature of the business. The internal control systems provide for all documented policies, guidelines, authorization and approval procedures. The Company has an internal audit department which carries out audits throughout the year. The statutory auditors while conducting the statutory audit, review and evaluate the internal controls and their observations are discussed with the Audit committee of the Board.

i. Human Resources

The human resource plays a vital role in the growth and success of an organization. The Company has maintained cordial and harmonious relations with employees across various locations.

During the year under review, various training and development workshops were conducted to improve the competency level of employees with an objective to improve the operational performance of individuals. The Company has built a competent team to handle challenging assignments. The Company strives to enhance the technical, work related and general skills of employees through dedicated training programs on a continuous basis.

The Company has 17,335 permanent employees (including 923 overseas employees) as on 31st March, 2024. Out of this, 9,198 employees are engaged in the marketing and distribution activities.

j. Cautionary Statement

Certain statement in the management discussion and analysis may be forward looking within the meaning of applicable securities law and regulations and actual results may differ materially from those expressed or implied. Factors that would make differences to Company's operations include competition, price realization, currency fluctuations, regulatory issues, changes in government policies and regulations, tax regimes, economic development within India and the countries in which the Company conducts business and other incidental factors.

MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year to which the financial statements in this report relate and the date of this report.

SHARE CAPITAL

The paid-up share capital of the Company as at 31st March, 2024 was 25,37,04,218 equity shares of ₹ 1/- each aggregating to ₹ 25.37 Crores.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

Unichem Laboratories Ltd.

The Company entered into a definitive Share Purchase Agreement (SPA) for acquisition of 2,35,01,440 fully paid-up equity shares of ₹ 2/- each, constituting 33.38% of the paid up equity share capital of Unichem Laboratories Ltd. (Unichem), a listed entity, from one of its promoter shareholder at a price @ ₹ 440/- per equity share on 24th April, 2023. These shares were subsequently acquired by the Company @ ₹ 402.25 per share aggregating to ₹ 945.35 Crores thru stock exchange block deal mechanism on 2nd August, 2023, post receipt of the necessary consent from the Competition Commission of India.

Since this acquisition of the shareholding in Unichem was more than the threshold limit under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Company had also made an open offer to the public shareholders of Unichem to acquire from them upto another 26% of the paid up equity share capital of said company at a price @ ₹ 440/- per share.

The Company accepted 1,35,79,571 equity shares of ₹ 2/- each validly tendered in the said open offer by the public shareholders of Unichem Laboratories Ltd. @ ₹ 440 per equity share aggregating to ₹ 597.50 Crores and representing 19.29% of the paid-up equity share capital of the said company. With this further acquisition of shares tendered in the open offer, the Company now holds 3,70,81,011 fully paid-up equity shares of ₹ 2/- each of Unichem representing 52.67% of paid-up share capital of the said company. In view of this, Unichem Laboratories Ltd. has now become a subsidiary of the Company.

Since, subsidiary's subsidiary is also a subsidiary, the following wholly owned subsidiaries of Unichem have also now become subsidiaries of the Company :

- Niche Generics Ltd., UK
- Unichem SA Pty Ltd., South Africa
- Unichem Farmaceutica Do Brasil Ltda, Brazil
- Unichem Pharmaceuticals USA Inc., USA
- Unichem Laboratories Ltd., Ireland
- Unichem (China) Pvt. Ltd., China

Merger of Ramdev Chemical Pvt. Ltd. and Tonira Exports Ltd., wholly owned subsidiaries with the Company

The Hon'able National Company Law Tribunal, Mumbai Bench vide its order dated 27th April, 2023 approved the merger of M/s. Ramdev Chemical Pvt. Ltd. and M/s. Tonira Exports Ltd., Company's wholly owned subsidiaries, with the Company with effect from 1st April, 2022. The necessary effect for this merger is since given in the Company's books of accounts.

There has been no material change in the nature of the business of the subsidiaries.

Except Unichem Laboratories Limited and Unichem Pharmaceuticals USA Inc, the Company has no other subsidiary which can be considered as material within the meaning Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with the provisions of Section 136(1) of the Companies Act, 2013, the following have been placed on the website of the Company www.ipca.com.

- a) Annual Report of the Company containing therein its standalone and the consolidated financial statements; and
- b) Audited annual accounts of each of the subsidiary companies.

As required, the financial data of the subsidiaries, joint venture and associate companies is furnished in the prescribed Form AOC-1 as an Annexure to the consolidated financial statements.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company are attached.

RESEARCH & DEVELOPMENT (R&D)

The Company has always considered Research and Development (R&D) as crucial for the sustained growth of the Company. In the recent years, the Company has stepped-up investments in R&D to keep pace with the changing domestic and global scenario.

The Company has R&D centers at Mumbai, Ratlam, Athal (Silvassa) and Ranu (Vadodara) which are duly recognized by the Government of India, Ministry of Science and Technology, Department of Scientific & Industrial Research (DSIR).

The R&D expenditure of the Company during the financial year was ₹ 161.50 Crores (2.64% of the turnover) as against ₹ 156.49 Crores (2.71% of the turnover) in the previous year.

With qualified and experienced research scientists and engineers manning the research and development activities, the Company has focused its thrust on new and innovative process and product development for the manufacture of APIs with non-infringing processes. Apart from development of new dosage forms and drug delivery systems, improvement in processes and yield as well as cost reduction are also focus areas.

DIVIDEND

Your Directors had declared an interim equity dividend of ₹ 2/- per equity share (200%) at the meeting of the Board of Directors of the Company held on 14th November, 2023. The said interim dividend was paid in the month of December 2023.

Your directors are now pleased to recommend a final equity dividend of ₹ 2/- per equity share (200%), making the total dividend recommended to ₹ 4/- per equity share (400%) for the financial year under report.

The total dividend amounting to ₹ 101.48 Crores, if approved at the ensuing Annual General Meeting, will be appropriated out of the profits for the year.

The total dividend paid/recommended for the financial year under report is in line with the Company's dividend distribution policy which is placed on the Company's website www.ipca.com.

INVESTORS EDUCATION AND PROTECTION FUND (IEPF)

The Company has transferred to the Investors Education and Protection Fund (IEPF) all the unpaid dividend amounts required to be so transferred on or before the due date(s) for such transfer. The Company has also transferred to IEPF, such of the Company's equity shares in respect of which the dividend declared has not been paid or claimed for seven consecutive years.

The details of the unpaid / unclaimed dividends for the last seven financial years are available on the website of the Company www.ipca.com.

The Company has appointed its Company Secretary as the nodal officer under the provisions of IEPF.

DIRECTORS

Mr. Ajit Kumar Jain and Mr. Pranay Godha retire by rotation at the ensuing Annual General Meeting and, being eligible, offer themselves for re-appointment.

Dr. (Ms) Manisha Premnath was re-appointed as an Independent Director for a second term of five consecutive years from 21st September, 2019 till 20th September, 2024, through postal ballot on 27th March, 2019. Mr. Kamal Kishore Seth was re-appointed as an Independent Director for a second term of five consecutive years from 29th March, 2024 till 28th March, 2029 through postal ballot on 28th March, 2024. The Board has appointed Mr. Kamal Kishore Seth as Lead Independent Director.

Dr. Narendra Mairpady was appointed as an Independent Director for a term of five consecutive years from 20th October, 2022 till 19th October, 2027 through postal ballot on 4th December, 2022.

During the year under report, Dr. (Ms) Swati Patankar was appointed as an Independent Director of the Company for a term of five consecutive years from 14th February, 2024 till 13th February, 2029. The shareholders have since approved her appointment as an Independent Director through postal ballot on 28th March, 2024.

At the meeting of the Board of Directors of the Company held on 29th May, 2024 and as recommended by the Nomination and Remuneration Committee, Mr. Vivek Keshav Shiralkar is appointed as an Independent Director of the Company for a term of five consecutive years from 29th May, 2024 till 28th May, 2029. This appointment is subject to the approval of the shareholders at the ensuing Annual General Meeting.

At the meeting of the Board of Directors of the Company held on 29th May, 2024 and as recommended by the Nomination and Remuneration Committee, Mr. Ajit Kumar Jain is re-appointed as the Managing Director of the Company for a further period of five years with effect from 21st August, 2024. This re-appointment is subject to the approval of the shareholders at the ensuing Annual General Meeting.

The second term of appointment of Mr. Anand T. Kusre as an independent director of the Company came to an end on 31st March, 2024. Accordingly, he ceased to be an independent director of the Company with effect from 1st April, 2024. The Company has immensely benefited from his knowledge and guidance as well as advice given by him during his tenure as a director all these years. The Board places on record its sincere appreciation for the services rendered by him during his tenure as a Director of the Company.

Dr. (Ms) Manisha Premnath, Mr. Kamal Kishore Seth, Dr. Narendra Mairpady, Dr. (Ms) Swati Patankar and Mr. Vivek Shiralkar who are independent directors, have submitted declaration that each of them meets the criteria of independence as provided in the Companies Act, 2013 and SEBI (LODR) Regulations and there has been no change in the circumstances which may affect their status as independent directors during the year.

None of the directors of the Company are debarred from holding the office of Director by virtue of any SEBI order or order by any other competent authority.

In the opinion of the Board, the independent directors possess appropriate balance of skills, experience and knowledge, as required.

A brief note on Directors retiring by rotation and eligible for re-appointment as well as Director being appointed is furnished in the Report on Corporate Governance annexed herewith.

KEY MANAGERIAL PERSONNEL

During the financial year under report, the following persons continue to be the Key Managerial Personnel of the Company:

Mr. Premchand Godha	-	Executive Chairman
Mr. Ajit Kumar Jain	-	Managing Director / CFO
Mr. Pranay Godha	-	Managing Director/CEO
Mr. Prashant Godha	-	Executive Director
Mr. Harish P. Kamath	-	Corporate Counsel & Company Secretary

There was no change in the Key Managerial Personnel during the financial year under report.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Nomination and Remuneration Committee has laid down the criteria for Directors' appointment and remuneration including criteria for determining qualification, positive attributes and independence of a Director. The following attributes/criteria for selection have been laid by the Board on the recommendation of the Committee:

- the candidate should possess the positive attributes such as leadership, entrepreneurship, business advisor or such other attributes which in the opinion of the Committee are in the interest of the Company;
- the candidate should be free from any disqualification as provided under Sections 164 and 167 of the Companies Act, 2013;
- the candidate should meet the conditions of being independent as stipulated under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in case of appointment as an independent director; and
- the candidate should possess appropriate educational qualification, skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, infrastructure, medical, social service, professional teaching or such other areas or disciplines which are relevant for the Company's business.

BOARD EVALUATION

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of independent directors, Board of Directors and Committees of the Board. The criteria for performance evaluation is based on the various parameters like attendance and participation at meetings of the Board and Committees thereof, contribution to strategic decision making, review of risk assessment and risk mitigation, review of financial statements, business performance and contribution to the enhancement of brand image of the Company.

The Board has carried out evaluation of its own performance as well as that of the Committees of the Board and all the Directors.

The annual evaluation was carried out in the following manner:

Sr. No.	Performance evaluation of	Performance evaluation performed by
1.	Board and individual directors	Board after seeking inputs from all directors
2.	Board Committees	Board seeking inputs from all committee members
3.	Individual Directors	Nomination and Remuneration committee
4.	Non-independent directors, Board as a whole and the Chairman	Separate meeting of independent directors after taking views from executive directors
5.	Board, its Committees and individual Directors	At the board meeting held after the meeting of the independent directors based on evaluation carried out as above.

PROFICIENCY OF DIRECTORS

All the independent directors of the Company have registered their names in the database maintained by the Indian Institute of Corporate Affairs, Manesar, Haryana. Those of the independent directors who are not otherwise exempted have appeared and passed or shall appear and pass the common proficiency test conducted by the said institute within the prescribed time.

REMUNERATION POLICY

The objective and broad framework of the Company's Remuneration Policy is to consider and determine the remuneration based on the fundamental principles of payment for performance, for potential and for growth. The Remuneration Policy reflects on certain guiding principles of the Company such as aligning remuneration with the longer term interests of the Company and its shareholders, promoting a culture of meritocracy and creating a linkage to corporate and individual performance and emphasising on line expertise and market competitiveness so as to attract the best talent. It also ensures the effective recognition of performance and encourages a focus on achieving superior operational results. The Nomination and Remuneration Committee recommends the remuneration of Directors and Key and Senior Managerial Personnel which is approved by the Board of Directors, subject to the approval of shareholders, where necessary. The level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate the directors, key and senior managerial personnel and other employees of the quality required to run the Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration to directors, key managerial personnel and senior management personnel should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. The Remuneration Policy is placed on the Company's website www.ipca.com.

Information about elements of remuneration package of individual directors is provided in the Annual Return as provided under Section 92(3) of the Companies Act, 2013 which is placed on the website of the Company.

FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

Details of the familiarisation programs for independent directors are disclosed on the website of the Company www.ipca.com.

MEETINGS OF THE BOARD AND COMMITTEES THEREOF

This information has been furnished under Report on Corporate Governance, which is annexed.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm:

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) that your Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2024 and of the profit of the Company for the financial year;
- iii) that your Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) that your Directors have prepared the annual accounts on a going concern basis;
- v) that your Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi) that your Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

As per the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with the requirements of Corporate Governance in all material aspects.

A report on Corporate Governance (Annexure 1) together with a certificate of its compliance from a Practising Company Secretary, forms part of this report.

FIXED DEPOSITS

During the year under review, the Company has not accepted any fixed deposits and as such no amount of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

AUDIT COMMITTEE

Details of the Audit Committee along with its constitution and other details are provided in the Report on Corporate Governance.

AUDITORS, AUDIT REPORT AND AUDITED ACCOUNTS

M/s. Natvarlal Vepari & Co., Chartered Accountants, Firm Registration No. 106971W were appointed as the Statutory Auditors to carry out statutory audit of the Company for a period of 5 (five) years from the conclusion of the 72nd AGM of the Company and till the conclusion of the 77th AGM of the Company.

The Auditors' Report read with the notes to the accounts referred to therein are self-explanatory and therefore, do not call for any further comments. There are no qualifications, reservations or adverse remarks made by the Auditors.

COST AUDIT

Pursuant to the provisions of Section 148 of the Companies Act, 2013, M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036) were appointed as the Cost Auditors to conduct audit of cost records of the Company for the financial year 2023-24.

The Cost Audit Report for the financial year 2022-23, which was due to be filed with the Ministry of Corporate Affairs by 8th September, 2023 was filed on 6th September, 2023.

The Company has maintained the cost accounts and cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, M/s. Parikh & Associates, Practising Company Secretaries were appointed as the Secretarial Auditors for auditing the secretarial records maintained by the Company for the financial year 2023-24.

The Secretarial Auditors' Report is annexed hereto. There are no qualifications, reservations or adverse remarks made by the Secretarial Auditors.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is committed to good corporate citizenship. As a part of its corporate social responsibility, the Company continues to undertake a range of activities including healthcare and education to improve living conditions of the needy people. The CSR policy of the Company is placed on the website of the Company (http://www.ipca.com/pdf/corporate_policy/Corporate_Social_Responsibility_Policy.pdf).

During the year under report, the Company has also supported healthcare and educational projects undertaken by charitable institutions and organizations.

In accordance with the provisions of Section 135 of the Companies Act, 2013, an abstract on Company's CSR activities is furnished as Annexure 2 to this report.

SAFETY, ENVIRONMENT AND HEALTH

The Company considers safety, environment and health as the management responsibility. Regular employee training programmes are carried out in the manufacturing facilities on safety, environment and health.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not given any loans or guarantees or made any investments in contravention of the provisions of the Section 186 of the Companies Act, 2013. The details of the loans and guarantees given and investments made by the Company are provided in the notes to the financial statements.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of

Company's business. The Company has not entered into any contract, arrangement or transaction with any related party which could be considered as material as defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board has approved a policy for related party transactions which has been uploaded on the website of the Company. (https://www.ipca.com/wp-content/pdf/corporate-policy/Policy_on_Related_Party_Transactions.pdf).

All the related party transactions are placed before the Audit Committee as well as the Board for approval on a quarterly basis. Omnibus approval was also obtained from the Audit Committee and the Board on an annual basis for repetitive transactions.

Related party transactions under Indian Accounting Standard – Ind AS 24 are disclosed in the notes to the financial statements. Prescribed Form No. AOC-2 pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is furnished as Annexure 3 to this report.

EMPLOYEES

Pursuant to the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration and other details as set out in the said Rules is furnished under Annexure 4 to this report.

However, having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during working hours excluding Saturdays and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

CODE OF CONDUCT

The Board has laid down a code of conduct for board members and senior management personnel of the Company. The code incorporates the duties of independent directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website www.ipca.com. The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration in this regard signed by the Managing Director / CEO is given at the end of the Corporate Governance Report.

WHISTLE BLOWER POLICY / VIGIL MECHANISM

There is a Whistle Blower Policy in the Company and that no personnel have been denied access to the Chairman of the Audit Committee. The policy provides for adequate safeguards against victimization of persons who use vigil mechanism. The Whistle Blower Policy is posted on the website of the Company www.ipca.com.

PREVENTION OF INSIDER TRADING

The Company has also adopted a code of conduct for prevention of insider trading. All the Directors, senior management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code. During the year under Report, there has been due compliance with the said code of conduct for prevention of insider trading. The same has been placed on the website of the Company www.ipca.com.

CONSTITUTION OF COMMITTEE UNDER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has adopted a policy in line with the requirements of Prevention of Sexual Harassment of Women at the Workplace and a Committee has been set-up to redress sexual harassment complaints received. The necessary annual report has been submitted to the competent authority in this regard.

BUSINESS RISK MANAGEMENT

Pursuant to the provisions of Section 134 of the Companies Act, 2013, the Company has constituted a Risk Management Committee. The details of the Committee and its terms of reference are provided in the Report on Corporate Governance, which is annexed.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant or material orders passed by any regulator, tribunal or court that would impact the going concern status of the Company and its future operations.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In accordance with the requirements of Section 134 of the Companies Act, 2013, statement showing particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo is furnished as Annexure 5 to this report.

ANNUAL RETURN

In accordance with the requirements of Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014, a copy of Annual Return in Form MGT-7 is placed on the Company's website www.ipca.com (weblink : <https://www.ipca.com/investors-extract-of-annual-return/>).

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility and Sustainability Report of the Company for the financial year ended 31st March, 2024 forms part of this Report. The same is also uploaded on the Company's website www.ipca.com as a part of the Annual Report.

SECRETARIAL STANDARDS

The Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

ACKNOWLEDGEMENTS

Your Directors place on record their appreciation for the continued co-operation and support extended to the Company by the bankers and financial institutions. Your Directors also thank the medical profession, the trade and consumers for their patronage of the Company's products. Your Directors also place on record their profound admiration and sincere appreciation of the continued hard work put in by employees at all levels.

Mumbai, 29th May, 2024

For and on behalf of the Board
Premchand Godha
Executive Chairman

ANNEXURE 1

REPORT ON CORPORATE GOVERNANCE

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below is a report on the Corporate Governance in the Company:

1. Company's philosophy on Code of Corporate Governance is to ensure :

- i) that the Board and top management of the Company are fully apprised of the affairs of the Company that is aimed at assisting them in the efficient conduct of the Company's business so as to meet Company's obligation to the stakeholders.
- ii) that the Board exercises its fiduciary responsibilities towards shareholders and creditors so as to ensure high accountability.
- iii) that all disclosure of information to present and potential investors are maximised.
- iv) that the decision making process in the organisation is transparent and are backed by documentary evidences.
- v) that the Company is in compliance with the requirements stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, with regard to Corporate Governance.

2. Board of Directors

a) Composition and Category of directors

The present strength of the Board of Directors of the Company is nine directors of which one is promoter Executive Chairman, one professional non-promoter Managing Director/CFO, one promoter Managing Director/CEO and one promoter Executive Director and five non-executive independent directors including two women directors comprising of at least one half of the total strength of the Board with independent judgment in the deliberation and decision of the Board. The Chairman of the Board is an Executive and Promoter Director.

b) Details of attendance of each director at the meeting of the board of directors and the last annual general meeting and shareholding held by them in the Company

Name of the Director	Category	No. of board meetings		Attendance at last AGM (10.08.2023)	No. of Equity shares held in the Company*
		Held	Attended		
Mr. Premchand Godha (DIN 00012691)	Executive Chairman, Promoter Director	8	6	Yes	58,14,680
Mr. Ajit Kumar Jain (DIN 00012657)	Managing Director/ CFO, Professional, Non-Promoter Director	8	8	Yes	42,000
Mr. Pranay Godha (DIN 00016525)	Managing Director/CEO, Promoter Director	8	8	Yes	17,00,990
Mr. Prashant Godha (DIN 00012759)	Executive Director, Promoter Director	8	8	Yes	15,68,644
Dr. (Ms) Manisha Premnath (DIN 05280048)	Non-Executive, Independent Director	8	6	Yes	Nil
Mr. Kamal Kishore Seth (DIN 00194986)	Non-Executive, Independent Director	8	8	Yes	1,700
Dr. Narendra Mairpady (DIN 00536905)	Non-Executive, Independent Director	8	8	Yes	Nil
Dr. (Ms) Swati Patankar (DIN 06594600) (Appointed w.e.f 14.02.2024)	Non-Executive, Independent Director	8	2	Not Applicable	Nil
Mr. Vivek Shiralkar (DIN 00340316) (Appointed w.e.f 29.05.2024)	Non-Executive, Independent Director	8	0	Not Applicable	200
Mr. Anand T. Kusre (DIN 00818477) (Completed tenure of appointment on 31.03.2024)	Non-Executive, Independent Director	8	8	Yes	Nil

*The above shareholding as at 31st March, 2024 is in respect of shares which are held by Directors as a first holder and in which shares they have beneficial interest.

c) **Number of other companies in which Director is a Director and committees in which the Director is Member or Chairperson**

Name of Director	No. of other companies in which Director (including private and Section 8 companies)	No. of Committees in which Member (other than Ipca)	No. of Committees of which Chairman (other than Ipca)
Mr. Premchand Godha	5	Nil	Nil
Mr. Ajit Kumar Jain	1	Nil	Nil
Mr. Pranay Godha	5	1	Nil
Mr. Prashant Godha	9	Nil	Nil
Dr. (Ms) Manisha Premnath	2	Nil	Nil
Mr. Kamal Kishore Seth	1	Nil	Nil
Dr. Narendra Mairpady	8	8	5
Dr. (Ms) Swati Patankar (Appointed w.e.f 14.02.2024)	Nil	Nil	Nil
Mr. Vivek Shiralkar (Appointed w.e.f 29.05.2024)	1	Nil	Nil
Mr. Anand T. Kusre (Completed tenure of appointment on 31.03.2024)	4	2	1

Note: Directorship held by Directors mentioned above does not include Directorship of foreign companies.

Chairmanship and Membership of Audit Committee and Stakeholders Relationship Committee of only public limited companies are considered.

Mr. Pranay Godha is a Director on the Board of M/s. Unichem Laboratories Ltd., a listed company. He is also a member of the Stakeholders Relationship Committee of the said company.

Mr. Prashant Godha is a Director on the Board of M/s. Makers Laboratories Ltd., M/s. Lyka Labs Ltd. and M/s. Resonance Specialties Ltd., listed companies. He is also member of the Nomination & Remuneration Committee and Corporate Social Responsibility Committee of the Board of Directors of M/s. Resonance Specialties Ltd.

Dr. Narendra Mairpady is on Board of M/s. Kesar Enterprises Ltd., Equippp Social Impact Technologies Ltd., Man Industries (India) Ltd., listed companies.

He is member of Audit Committee and Nomination & Remuneration Committees of the Board of Directors of Kesar Enterprises Ltd.

He is member of Audit Committee (Chairman), Stakeholders Relationship Committee (Chairman) and Nomination & Remuneration Committee (Member) of the Board of Directors of Equip Social Impact Technologies Ltd.

He is a member of the Audit Committee (Chairman) and Nomination & Remuneration Committee (Member) of the Board of Directors of Fibre Foils Ltd.

He is a member of the Audit Committee (Chairman) and Nomination & Remuneration Committee of the Board of Directors of Mahindra First Choice Wheels Ltd.

He is a member of the Audit Committee, Stakeholders Relationship Committee and Risk Management Committee of the Board of Directors of Mahindra Rural Housing Finance Ltd.

He is the Chairman of the Audit Committee of the Board of Directors of Viswaat Chemicals Ltd.

He has resigned / retired as the Director of following listed entities in the past three years :

1. Suumaya Industries Ltd.	2. Synoptics Technologies Ltd.
3. Adani Enterprises Ltd.	

Mr. Anand Kusre is the Director on the Board of M/s. Unichem Laboratories Ltd., a listed company. He is the Chairman of the Nomination and Remuneration Committee and Stakeholders Relationship Committee and member of the Audit Committee and Risk Management Committee of M/s. Unichem Laboratories Ltd. He retired as an Independent Director of the Company upon completion of his 2nd term of appointment as Independent Director on 31st March, 2024.

None of the other Directors of the Company are on Board of Directors of any other listed company.

Every Director informs the Company about the Committee positions he or she occupies in the other entities and any changes in them as and when they take place.

d) Number of meetings of the board of directors held during the financial year 2023-24 and dates on which held

8 (Eight) board meetings were held during the financial year 2023-24. The dates on which the said meetings were held are as follows:

14 th April, 2023	24 th April, 2023
29 th May, 2023	10 th August, 2023
10 th November, 2023	12 th January, 2024
14 th February, 2024	11 th March, 2024

The last Annual General Meeting of the Company was held on 10th August, 2023.

e) Disclosure of relationships between directors inter-se

Mr. Premchand Godha, Executive Chairman, Mr. Pranay Godha, Managing Director / CEO and Mr. Prashant Godha, Executive Director are related to each other. None of the other Directors are related to each other.

f) Number of shares and convertible instruments held by Non-Executive Directors

The information about number of shares held by Non-Executive Directors in the Company is given in the table above. None of the Directors currently hold any convertible instruments of the Company.

g) Web link where details of familiarisation programmes imparted to independent directors is disclosed

The Company has conducted familiarisation programmes for the Independent Directors with regards to their role, rights and responsibilities as Independent Directors. The Independent Directors are also regularly briefed on the nature of the pharmaceutical industry and the Company's business model. The familiarisation programs have been uploaded on the website of the Company at <https://www.ipca.com/wp-content/pdf/familiarisation-programmes-imparted-to-independent-directors-2023-24.pdf>.

h) A chart or a matrix setting out the skills/expertise/competence of the board of directors

The Board considers that the following core skills / expertise / competence of the Board of Directors are required in the context of its business and its sector for it to function effectively: Research & development, technical, manufacturing, marketing, commercial, regulatory, finance, legal and general management.

In the opinion of the Board, these skills / expertise / competence are actually available with its Board of Directors.

Skills / Expertise / Competence of the Board of Directors are required in the context of business of the Company	Names of the Directors who have such skills / expertise / competence
Research & Development	Mr. Premchand Godha Mr. A. K. Jain Mr. Pranay Godha Dr. (Ms) Manisha Premnath Dr. (Ms) Swati Patankar
Technical	Mr. Pranay Godha Dr. (Ms) Manisha Premnath Dr. (Ms) Swati Patankar
Manufacturing & Marketing	Mr. Premchand Godha Mr. A. K. Jain Mr. Pranay Godha Mr. Prashant Godha Dr. (Ms) Manisha Premnath
Commercial	Mr. Premchand Godha Mr. Prashant Godha Mr. A. K. Jain Mr. Kamal Kishore Seth Dr. Narendra Mairpady Mr. Vivek Shiralkar

Regulatory	Mr. Pranay Godha Dr. (Ms) Manisha Premnath Dr. (Ms) Swati Patankar
Finance	Mr. Premchand Godha Mr. A. K. Jain Mr. Pranay Godha Mr. Prashant Godha Mr. Kamal Kishore Seth Dr. Narendra Mairpady Mr. Vivek Shiralkar
Legal And General Management	Mr. Premchand Godha Mr. A. K. Jain Mr. Pranay Godha Mr. Prashant Godha Mr. Kamal Kishore Seth Dr. Narendra Mairpady Mr. Vivek Shiralkar

i) Confirmation that in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management

It is confirmed that in the opinion of the Board, the Independent Directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

j) Detailed reasons for the resignation of any independent director who resigns before the expiry of his tenure along with a confirmation by such director that there are no other material reasons other than those provided

During the financial year under report, none of the Independent Directors have resigned from the Board of Directors of the Company.

3. Audit Committee

a) Brief description of terms of reference

The terms of reference to Audit Committee, inter-alia, covers all the matters specified under Section 177 of the Companies Act, 2013 and also all the matters listed under Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations such as oversight of the Company's financial reporting process; recommending the appointment/re-appointment, remuneration and terms of appointment of statutory auditors; review and monitor the Auditors independence and performance and effectiveness of audit process; approval of transactions with related parties; sanctioning of loans and investments; evaluation of internal financial control and risk management system; reviewing with the management annual financial statements and Auditors report thereon; quarterly financial statements and other matters as covered under role of Audit Committee in Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations. The Audit Committee has powers, inter-alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company / Company's subsidiaries as well as seek outside legal and professional advice.

The Audit committee reviews all the information that is required to be mandatorily reviewed by it under the corporate governance.

b) Composition, name of members and chairperson

The Audit Committee of the Company currently comprises of Mr. Kamal Kishore Seth, Chairman of the Committee, Dr. Narendra Mairpady, Dr. (Ms.) Swati Patankar and Mr. Vivek Shiralkar all being Independent Directors with independent judgment in the deliberation and decisions of the Board as well as Audit Committee and Mr. Prashant Godha, Executive Director. All members of the Audit Committee have knowledge on financial matters and ability to read and understand financial statements.

The Chairman of the Audit Committee is a Commerce and Law Graduate and also a Fellow Member of the Institute of Chartered Accountants of India. He is also a qualified Company Secretary from The Institute of Company Secretaries of India and holds diplomas in Managerial Accounting and Tax Management from The Jamnalal Bajaj Institute of Management Studies, Mumbai.

Mr. Seth has over four decades of working experience in several multi-national companies like Wyeth Pharmaceuticals, Hindustan Unilever Ltd., Reliance Industries Ltd. and Reliance Infrastructure Ltd. in leadership positions in the functional areas of Finance, Planning, Commercial, Marketing, Risk Management, Business Management, Investment and General Management with profit

centre responsibilities in multiple sectors including Drugs and Pharmaceuticals, Cosmetics, FMCG, Fibre & Petrochemicals, Energy, Infrastructure and Real Estate. Mr. Seth has travelled extensively and has a wide range of international exposure in dealing with Fortune 500 companies.

Mr. Ajit Kumar Jain, Managing Director in-charge of Finance/CFO and Mr. Pranay Godha, Managing Director/CEO along with Statutory Auditors, Cost Auditors and Mr. Ravi Jain, Asst. General Manager (Audit) who is the Internal Auditor of the Company are invitees to the meetings of the Audit Committee. Mr. Harish P. Kamath, Corporate Counsel and Company Secretary is the Secretary of this Committee.

c) Audit Committee meetings and the attendance during the financial year 2023-24

There were 5 (Five) meetings of the Audit Committee during the Financial Year 2023-24. The gap between two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows:

24 th April, 2023	29 th May, 2023
10 th August, 2023	10 th November, 2023
14 th February, 2024	

The attendance of each member of the Audit Committee in the committee meetings is given below:

Name of the Member	No. of meetings held	No. of meetings attended
Mr. Kamal Kishore Seth	5	5
Mr. Prashant Godha	5	5
Dr. Narendra Mairpady	5	5
Dr. (Ms.) Swati Patankar (Appointed w.e.f. 14.02.2024)	5	0
Mr. Vivek Shiralkar (Appointed w.e.f. 29.05.2024)	5	0
Mr. Anand T. Kusre (Completed tenure of appointment on 31.03.2024)	5	5

The previous annual general meeting of the Company was held on 10th August, 2023 and was attended by Mr. Anand Kusre, the then Chairman of the Audit committee.

4. Nomination and Remuneration Committee

a) Brief description of terms of reference

- i. Formulation of the criteria for determining qualifications, skills, knowledge and experience, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel, senior management personnel and other employees;
- ii. For every appointment of an independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare the description of role and capabilities required of an Independent Director. The person recommended to the Board for appointment as Independent Director shall have the capabilities identified in such description;
- iii. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- iv. Devising a policy on diversity of board of directors;
- v. Identifying persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment, remuneration and removal;
- vi. Whether to extend or continue the term of appointment of the independent directors, on the basis of the report of performance evaluation of independent directors;
- vii. Administer and superintend the Company's Employees Stock Option Scheme (ESOS); and
- viii. Recommend to the board remuneration payable to senior managerial personnel of the Company.

b) Composition, name of members and chairperson

The Company has a Nomination and Remuneration Committee of the Board which currently comprises of Dr. Narendra Mairpady (Chairman of the Committee), Mr. Kamal Kishore Seth, Dr. (Ms) Manisha Premnath, Dr. (Ms) Swati Patankar (appointed w.e.f

14.02.2024) and Mr. Vivek Shiralkar (appointed w.e.f 29.05.2024), all independent directors to function in the manner and to deal with the matters specified in the Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations and also to review the overall compensation structure and policies of the Company to attract, motivate and retain employees and to administer the Company's ESOS, if any.

The Nomination and Remuneration Committee has adopted the following policies which are displayed on the website of the Company:

- i. Formulation of the criteria relating to the remuneration of the directors, key managerial personnel and other employees (weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Remuneration_Policy.pdf);
- ii. Performance criteria for evaluation of Independent Directors and the Board (weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Evaluation_of_Directors.pdf);
- iii. Devising a policy on Board diversity (weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Policy_on_Board_Diversity_of_the_Company.pdf);
- iv. Oversee the familiarization programs for directors (weblink <https://www.ipca.com/wp-content/pdf/familiarisation-programmes-imparted-to-independent-directors-2023-24.pdf>); and
- v. Identifying persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. (weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Criteria_for_selection_of_Candidates_for_Senior_Management_and_Members_on_the_Board.pdf).

c) Meeting and attendance during the financial year 2023-24

There were 3 (Three) meetings of this Committee during the Financial Year 2023-24. The dates on which the said meetings were held are as follows:

29 th May, 2023	10 th November, 2023
14 th February, 2024	

The attendance of each member of the Nomination and Remuneration Committee in the committee meetings is given below:

Name of the Member	No. of meetings held	No. of meetings attended
Mr. Kamal Kishore Seth	3	3
Dr. (Ms) Manisha Premnath	3	3
Dr. Narendra Mairpady	3	3
Dr. (Ms) Swati Patankar (Appointed w.e.f. 14.02.2024)	3	0
Mr. Vivek Shiralkar (Appointed w.e.f. 29.05.2024)	3	0
Mr. Anand T. Kusre (Completed tenure of appointment on 31.03.2024)	3	3

d) Performance evaluation criteria for independent directors

Performance criteria for evaluation of Independent Directors and the Board is displayed on the Company's website (weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Evaluation_of_Directors.pdf).

5. Remuneration of Directors

a) All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity shall be disclosed in the annual report

During the financial year under report, the non-executive Directors had no pecuniary relationship or transactions with the Company.

b) Criteria of making payments to non-executive directors

The non-executive Directors are paid only sitting fees and re-imbusement of out of pocket expenses incurred for attending the meetings of the Board of Directors and Committees thereof.

Details of payments made to Non-Executive Directors in the Financial Year 2023-24 are as under:

Name of the Director	Sitting fees paid (₹)	Commission paid (₹)
Dr. (Ms) Manisha Premnath	9,00,000	Nil
Mr. Kamal Kishore Seth	16,00,000	Nil
Dr. Narendra Mairpady	12,50,000	Nil
Dr. (Ms) Swati Patankar (Appointed w.e.f. 14.02.2024)	2,50,000	Nil
Mr. Vivek Shiralkar (Appointed w.e.f. 29.05.2024)	Nil	Nil
Mr. Anand T. Kusre (Completed tenure of appointment on 31.03.2024)	12,50,000	Nil

None of the Independent Directors have received any remuneration or commission from Company's holding or subsidiary companies, except sitting fees paid to Mr. Anand T. Kusre for attending the board and committee meetings by Unichem Laboratories Ltd., a subsidiary company.

c) Disclosures with respect to remuneration paid / payable to Wholetime Directors for the financial year 2023-24

- i. The details of the remuneration paid/payable to Executive Chairman, Managing Directors and Executive Director for the Financial Year 2023-24 is given below:

(₹)

Name of Director	Salary*	Benefits / Perquisites / Pension etc.*	Commission (performance linked)	Stock Options	Total
Mr. Premchand Godha (Executive Chairman)	4,20,00,000	1,80,04,419	6,30,00,000	Nil	12,30,04,419
Mr. Ajit Kumar Jain (Managing Director)	2,34,00,000	2,59,36,790	3,51,00,000	Nil	8,44,36,790
Mr. Pranay Godha (Managing Director)	1,67,33,333	1,50,28,223	3,34,66,666	Nil	6,52,28,222
Mr. Prashant Godha (Executive Director)	1,80,00,000	1,57,55,704	3,60,00,000	Nil	6,97,55,704

* Fixed Component

The remuneration paid to the Wholetime Directors are within the limits prescribed under the applicable provisions of the Companies Act, 2013 and under SEBI (LODR) Regulations.

- ii. Details of fixed component and performance linked incentives, along with the performance criteria

The required details are given in the table above.

- iii. Service contracts, notice period, severance fees

The appointment of Executive Chairman, Managing Directors and Executive Director is contractual and is generally for a period of 5 years. Either party is entitled to terminate agreement by giving not less than 60 days notice in writing, as the case may be, to the other party. There is no separate provision for payment of severance fee in the agreements signed by the Company with them.

- iv. Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable

The Company currently has no Employees Stock Option Scheme.

6. Stakeholders Relationship Committee

a) Name of Non-Executive Director heading the committee

This Committee currently functions under the Chairmanship of Mr. Kamal Kishore Seth, non-executive Independent Director. Dr. (Ms) Manisha Premnath and Mr. Vivek Shiralkar, non-executive Independent Directors, Mr. Premchand Godha, Executive Chairman and Mr. Ajit Kumar Jain, Managing Director are the other members of this committee. This Committee functions in the manner and deals with the matters specified in Part D of Schedule II of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The committee monitors share transfers, transmissions and other shareholders related activities including redressal of investor grievances.

Details of share transfers / transmissions and other shareholders related activities including investor grievances and its redressal are also discussed regularly in the meetings of the Board of Directors of the Company.

Meetings held and attendance during the financial year 2023-24

There was 2 (two) meetings of this committee during the financial year 2023-24. The dates on which the said meetings were held is as follows:

29 th May, 2023	10 th August, 2023
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The attendance of each member of the Stakeholders Relationship Committee in the committee meeting is given below:

Name of the Member	No. of meetings held	No. of meetings attended
Mr. Kamal Kishore Seth	2	2
Dr. (Ms) Manisha Premnath	2	2
Mr. Premchand Godha	2	2
Mr. Ajit Kumar Jain	2	2
Mr. Vivek Shiralkar (Appointed w.e.f. 29.05.2024)	2	0

Mr. Kamal Kishore Seth, the Chairman of the Committee attended the last Annual General Meeting of the Company held on 10th August, 2023.

b) Name and designation of Compliance officer

Mr. Harish P. Kamath, Corporate Counsel & Company Secretary is the Compliance Officer of the Company.

c) Number of shareholders' complaints received

During the year, the Company received 13 complaints from the shareholders, all of which are attended to.

d) Number not solved to the satisfaction of shareholders

The Company had no unattended request pending for transfer of its equity shares or any unattended complaints at the close of the financial year.

e) Number of pending complaints

Nil

7. Particulars of senior management including the changes therein since the close of previous financial year

The particulars of Senior Management Personnel (SMP) of the Company are as follows:

No	Name	Designation	Particulars of change during the financial year
1.	Mr. Premchand Godha	Executive Chairman	-
2.	Mr. Ajit Kumar Jain	Managing Director/CFO	-
3.	Mr. Pranay Godha	Managing Director/CEO	-
4.	Mr. Prashant Godha	Executive Director	-
5.	Dr. Ashok Kumar	President - R&D (Chemicals)	-
6.	Dr. Anil Pareek	President - Medical Affairs & Clinical Research	-
7.	Mr. Sunil Ghai	President - Marketing	-
8.	Mr. Harish Kamath	Corporate Counsel & Company Secretary	-
9.	Mr. Pabitra Kumar Bhattacharya	President - Operations (API)	-
10.	Dr. Sanjay Kapadia	President - Corporate Quality Assurance	-
11.	Dr. Goutam Muhuri	President - R&D (Formulations)	-
12.	Ms. Kavita Sehvani	President - Generics	-
13.	Mr. Shashil Mendonsa	President - International Marketing	-
14.	Mr. Shailesh Laul	President - Operations (Formulations)	-
15.	Mr. Hitesh Maheshwari	President - R&D (Formulations)	Appointed w.e.f 16.10.2023

8. General Body Meetings

a) Details of the location and time where the last three Annual General Meeting (AGM) and Extra-ordinary General Meeting (EGM) were held

AGM /EGM for the financial year ended	Day, Date & Time of AGM/EGM	Place of AGM/EGM	Special Resolutions proposed / passed
31-3-2023	Thursday, 10 th August, 2023 at 3.30 p.m. (AGM)	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	<ul style="list-style-type: none"> Approval to Ipca Laboratories Ltd. – Employees Stock Option Scheme 2023 (Ipca ESOS 2023) to eligible employees / Wholetime Directors of the Company Approval to Ipca Laboratories Ltd. – Employees Stock Option Scheme 2023 (Ipca ESOS 2023) to eligible employees / Wholetime Directors of holding / subsidiary companies.
31-3-2022	Wednesday, 10 th August, 2022 at 3.30 p.m. (AGM)	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	<ul style="list-style-type: none"> None
EGM	Thursday, 16 th December, 2021 at 11.30 a.m. (EGM)	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	<ul style="list-style-type: none"> Approval for alteration of the capital clause of Memorandum of Association
31-3-2021	Thursday, 2 nd September, 2021 at 3.30 p.m. (AGM)	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	<ul style="list-style-type: none"> None

All the resolutions including special resolutions (except resolutions pertaining to Employees Stock Option Scheme) as set out in the respective notices calling the AGM/EGM were passed by the shareholders.

There is no proposal to pass any special resolution through postal ballot at the ensuing Annual General Meeting.

b) Whether any special resolutions passed in the previous three annual general meetings

Details of special resolutions proposed / passed in the previous 3 Annual General Meetings are given in the table above.

c) Whether any special resolution proposed/passed last year through postal ballot

During the year under report, the following special resolutions were proposed / passed by postal ballot on 28th March, 2024.

1.	To consider re-appointment of Mr. Kamal Kishore Seth (DIN 00194986) as an Independent Director for 2 nd term of five consecutive years with effect from 29 th March, 2024 till 28 th March, 2029 and continuation in his appointment even though he has already attained the age of 75 years on 12 th May, 2020.
2.	To consider appointment of Dr. (Ms) Swati Arvind Patankar (DIN 06594600) as an Independent Director of the Company for a period of five consecutive years from 14 th February, 2024 to 13 th February, 2029.
3.	To consider and approve Ipca Laboratories Ltd. – Employees Stock Option Scheme 2024 (Ipca ESOS 2024) – grant of stock options to eligible employees / KMPs / Whole-time Directors of the Company (This special resolution did not get passed) .

The details of votes cast for and against each of the special resolution proposed/passed in the postal ballot is given below:

Special Resolution proposed / passed	FOR		AGAINST	
	No. of Votes	% of Votes	No. of Votes	% of Votes
Re-appointment of Mr. Kamal Kishore Seth (DIN 00194986) as an Independent Director	222704785	99.7274	608831	0.2726
Appointment of Dr. (Ms.) Swati Arvind Patankar (DIN 06594600) as an Independent Director of the Company	223733108	99.9953	10544	0.0047
To consider and approve Ipca Laboratories Ltd. – Employees Stock Option Scheme 2024 (Ipca ESOS 2024) (This special resolution did not get passed)	142768123	63.8087	80975732	36.1913

d) Person who conducted the postal ballot exercise

Mr. P. N. Parikh failing him Ms. Jigyasa N. Ved failing them Mr. Mitesh Dhaliwala of M/s. Parikh & Associates, Practising Company Secretaries, were appointed as scrutinizer for the said Postal Ballot during the financial year 2023-24 to conduct the said Postal Ballot process in a fair and transparent manner.

e) Whether any special resolution is proposed to be conducted through postal ballot

No special resolution is currently proposed to be conducted through postal ballot.

f) Procedure for postal ballot

The aforesaid Postal Ballot was conducted by the Company as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circulars issued by the Ministry of Corporate Affairs from time to time.

9. Means of communication

a) Quarterly / Annual Results	:	The results of the Company are submitted to the stock exchanges where the shares of the Company are listed and published in the Newspapers after the approval of the Board.
b) Newspapers wherein results normally published	:	Business Standard and Nav Shakti.
c) Website, where displayed	:	www.ipca.com
d) Whether website also displays official news releases	:	Yes
e) Presentation made to institutional investors or to the analysts	:	The website www.ipca.com includes all the information on presentations made to the investors and analysts.

10. General Shareholders Information

a) AGM : Date, Time and Venue	:	Tuesday, 13 th August, 2024 at 3.30 p.m. through video conferencing / other audio visual means (VC/OAVM). Plot No. 125, Kandivli Industrial Estate, Kandivli (West), Mumbai shall deemed to be the venue of the AGM.
b) Financial Year First quarter results Second quarter results Third quarter results Annual results	:	1 st April –31 st March second week of August* second week of November* second week of February* last week of May* * tentative
c) Dividend Payment dates	:	The Company had declared and paid an interim dividend of ₹ 2/- per share (200%) on the equity share capital for the financial year 2023-24. The said interim dividend was paid in the month of December, 2023. The board has now recommended a final dividend of ₹ 2/- per share (200%) on equity share capital for the financial year 2023-24, which if sanctioned, will be paid on or before 10 th September, 2024.
Date of Book closure	:	Wednesday, 7 th August, 2024 to Tuesday, 13 th August, 2024 (both days inclusive).
d) The name and address of each stock exchange(s) at which the Company's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s)	:	<ul style="list-style-type: none"> • BSE Ltd. (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 023 • The National Stock Exchange of India Ltd. (NSE). Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051 Listing fees have been paid to both the stock exchanges for the financial year 2024-25 in April 2024.

e)	Stock code – Physical and ISIN Number for NSDL and CDSL	:	524494 on BSE; IPCALAB on NSE INE 571A01038
	Corporate Identity Number allotted by Ministry of Corporate Affairs	:	L24239MH1949PLC007837
f)	Market price data: high, low during each month in last financial year	:	Please see Annexure 'A'
g)	Stock performance in comparison to BSE Sensex	:	Please see Annexure 'B'
h)	In case the securities are suspended from trading, the directors report shall explain the reason thereof	:	The securities of the Company are not suspended from trading by the Stock Exchanges.
i)	Registrars and share transfer agents	:	Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli (West) Mumbai – 400 083 Tel. No. (022) 4918 6000/8108116767 Fax. No.(022) 4918 6060
j)	Share transfer system	:	In terms of Regulation 40 (1) of SEBI (LODR) Regulations, as amended from time to time, securities can be transferred only in dematerialised form with effect from April 1, 2019. The requests for effecting transfer / transmission / transposition of securities shall not be processed unless the securities are held in dematerialized form. Transfer of shares in electronic form are effected through the depositories with no involvement of the Company. Members holding shares in physical form are requested to consider converting their shareholding to dematerialized form.
k)	Distribution of shareholding/ shareholding pattern as on 31.3.2024	:	Please see Annexure 'C'
l)	Dematerialisation of shares and liquidity	:	99.65% of the paid-up share capital has been dematerialised as on 31 st March, 2024.
m)	Outstanding GDRs/ADRs/warrants/ convertible instruments, conversion date and likely impact on equity	:	The Company currently has no outstanding GDRs/ADRs/warrants/ convertible instruments, sweat equity or ESOS.
n)	Commodity Price Risk or Foreign Exchange Risk and Hedging Activities	:	<p>The Company is not materially exposed to commodity price risk. The Company also does not carry out any commodity hedging activities.</p> <p>i. Total Exposure of the Company to the Commodities : Nil</p> <p>ii. Exposure of the Company to various commodities : Nil</p> <p>iii. Commodity risks faced by the listed entity during the year and how they were managed: During the year under report, the Company did not face any material commodity risks, other than to some extent logistics issues and cost inflationary pressure.</p> <p>Since about half of the Company's income is by way of exports with major currency exposure being in US Dollars, Pound Sterling and Euros, the Company generally does currency hedging upto a maximum period of 18 months and upto the extent of 40% - 60% of its Net Foreign Exchange Earnings (NFE). The Company mostly keeps its borrowings in foreign currency exposure open and to that extent is exposed to the currency fluctuation risks.</p>

o) Plant Locations	: 1. Sejavata, Ratlam, Madhya Pradesh. 2. Pologround, Indore, Madhya Pradesh. 3. SEZ Indore, Pithampur, Madhya Pradesh. 4. Sector III, Industrial Area, Pithampur, Madhya Pradesh. 5. Dewas, Madhya Pradesh 6. Gandhidham, Gujarat. 7. Nandesari, Gujarat. 8. Ankleshwar, Gujarat. 9. Village Ranu, Tehsil Padra, District Vadodara, Gujarat. 10. Athal, Silvassa (D&NH). 11. Dandudyog Industrial Estate, Silvassa (D&NH). 12. Aurangabad, Maharashtra (Unit I & Unit II). 13. Mahad, Maharashtra. 14. Tarapur, District Palghar, Maharashtra. 15. Dehradun, Uttarakhand. 16. Gom Block, Bharikhola, South Sikkim (Unit I & Unit II).
p) Address for Correspondence	: Harish P Kamath Corporate Counsel & Company Secretary Ipca Laboratories Limited 125, Kandivli Industrial Estate Kandivli (W), Mumbai 400 067 Tel. No. (022) 6210 6050 E-mail : investors@ipca.com
q) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad	India Ratings & Research (A Fitch Group Company) has reviewed and assigned the following ratings to Company's working capital limit, long term loan and commercial paper : <ul style="list-style-type: none"> • Fund / Non-Fund based working capital limit (INR 21000 Millions) - IND AA+ / Stable / IND A1+ • Long Term Loan (INR 6730 Millions) - IND AA+ / Stable • Commercial Paper (INR 2500 Millions) - IND A1+ • Commercial Paper (INR 500 Millions) - IND A1+
r) Share transfer and other communications may be addressed to the Registrars	: Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli (West) Mumbai – 400 083 Tel. No. (022) 4918 6000/8108116767 Email: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

11. Other Disclosures

- a) Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large

The Board has approved a policy for related party transactions which has been uploaded on the website of the Company (Weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Policy_on_Related_Party_Transactions.pdf). There were no materially significant related party transactions during the year that may have potential conflict with the interest of the Company.

The Register of Contracts containing the transactions in which Directors are deemed to be concerned or interested is placed before the Board and Audit Committee regularly for its approval. Disclosures from directors and senior management staff have been obtained to the effect that they have not entered into any material, financial and commercial transactions where they have personal interest that may have potential conflict with the interest of the Company at large.

Transactions with the related parties are disclosed in the notes to the accounts forming part of this Annual Report.

- b) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange(s) or the board or any other statutory authorities on any matter related to capital market during the last 3 financial years

None

- c) Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee

There is a Whistle Blower Policy in the Company and that no personnel has been denied access to the Chairman of the Audit Committee. The policy provides for adequate safeguards against victimization of persons who use vigil mechanism. The Whistle Blowing Policy is posted on the website of the Company. (Weblink <https://www.ipca.com/wp-content/pdf/corporate-policy/whistle-blower-policy.pdf>).

- d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has complied with all the mandatory requirements of corporate governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details about adoption of non-mandatory requirements are given in the table below.

- e) Web link where policy for determining 'material' subsidiaries is disclosed

The Board has approved a policy for determining 'material' subsidiaries which has been uploaded on the website of the Company. (Weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Policy_on_Material_Subsiidiaries.pdf).

- f) Web link where policy on dealing with related party transactions is disclosed

The Board has approved a policy for related party transactions which has been uploaded on the website of the Company. (Weblink https://www.ipca.com/wp-content/pdf/corporate-policy/Policy_on_Related_Party_Transactions.pdf).

- g) Disclosure of commodity price risks and commodity hedging activities

The Company is engaged in the manufacturing and marketing of pharmaceuticals. Since the Company does not consume large quantities of commodities in its manufacturing activities, the Company is not materially exposed to commodity price risks nor does the Company do any commodity hedging.

- h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

No funds were raised through preferential allotment or qualified institutional placement during the financial year under report.

- i) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority

The Company has obtained a certificate in this regard from a Company Secretary in practice.

- j) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof

The Board has accepted and acted on all the mandatory recommendations of its committees during the financial year under report.

- k) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

The Company's subsidiaries have not made any payment to the statutory auditors of the Company except payment of statutory audit fees amounting to ₹ 6.10 lacs by the Company's subsidiary M/s. Trophic Wellness Pvt. Ltd. and ₹ 1.95 lacs by Ipca Foundation, a Section 8 company incorporated by the Company to carry out CSR activities, for the financial year ended 31st March, 2024. The fees paid by the Company to its Statutory Auditors are stated in the appended Audited Financial Statements of the Company.

- l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the calendar year 2023	:	7
Number of complaints disposed of during the calendar year 2023	:	7
Number of complaints pending as at end of the calendar year 2023	:	Nil

- m) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

Name of the Material Subsidiary	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditor	Date of Appointment of Statutory Auditor
Unichem Pharmaceuticals (USA), Inc.	9 th March, 2004	State of New Jersey	WilkinGuttenplan CPAS & Adviors	20 th Novmember, 2018
Unichem Laboratories Ltd.	22 nd August, 1962	Mumbai, India	N.A. Shah & Associates LLP	9 th August, 2022

- n) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount.

The Company and its subsidiaries have not given any loans or advances in the nature of loan to firms/companies in which directors are interested in contravention of any provisions of Companies Act, 2013.

All loans and advances given are in ordinary course of Company's business and are in compliance with the provisions of Companies Act, 2013.

Details of loans and advances given to related parties are disclosed in the notes to the financial statements.

12. Non-Compliance of any requirement of Corporate Governance Report with reasons thereof

None

13. Adoption of Discretionary Requirements

A. The Board	The Company currently has an Executive Chairman and as such he has an office maintained by the Company.
B. Shareholders Rights	At present, the Company does not send the statement of half yearly financial performance to the household of each shareholder. The Company publishes the same in the newspapers and also uploads the same on its website.
C. Modified opinion(s) in audit report	The Company's financial statements are with unmodified audit opinion.
D. Reporting of internal auditor	The Internal Auditor reports to the Managing Director / CFO as well as to the Audit Committee.

14. The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46

- a) The Company has a process to provide, inter-alia, the information to the Board as specified in Part A of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to Corporate Governance. The Board also periodically reviews the compliances by the Company of all applicable laws.
- b) The Board of Directors in their meeting regularly discuss and are satisfied that the Company has plans in place for orderly succession for appointment to the Board of Directors and Senior Management.
- c) Code of Conduct for Board and Senior Managerial Personnel

The Board has laid down a code of conduct for Board members and senior management personnel of the Company. The code incorporates the duties of independent directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website www.ipca.com.

The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration in this regard signed by the Managing Director / CEO is given at the end of this Report.

The Company has adopted a code of conduct for prevention of insider trading based on SEBI (Prohibition of Insider Trading) Regulations, 2015. The same has been placed on the website of the Company www.ipca.com. All the Directors, senior management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code. During the year under Report, there has been due compliance with the said code of conduct for prevention of insider trading.

- d) The Company complies with the requirement of placing minimum information before the Board of Directors as contained in Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- e) The CEO/CFO compliance certification under Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report.
- f) The Company has a Risk Management Committee which monitors and reviews risk management plan on regular basis. The Board of Directors also periodically review and monitor the risk management plan of the Company.
- g) The Board on an annual basis evaluates the performance of independent Directors. The Independent Directors have also given declarations that they fulfill the criteria of independence as specified in SEBI (LODR) Regulations, 2015 and that they are independent of the Company's management. They have also provided confirmation that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.
- h) Risk Management Committee

This Committee currently functions under the Chairmanship of Mr. Kamal Kishore Seth, non-executive Independent Director. Mr. A. K. Jain, Managing Director/CFO, Mr. Pranay Godha, Managing Director/CEO, Mr. Prashant Godha, Executive Director and Mr. Manish Jain, Sr. Vice President – Business Development are the other members of the Committee.

The roles and responsibilities of the Risk Management Committee includes all the matters listed under Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations such as monitoring and review of risk management plan and reporting the same to the Board of Directors as it may deem fit and any other terms as may be referred to them by the Board of Directors, from time to time.

The Board of Directors of the Company also regularly discuss in their meetings the major risk factors to which the Company is exposed such as forex, receivables, cyber security, regulatory, etc.

The risk management policy is displayed on the Company's website (https://www.ipca.com/wp-content/pdf/corporate-policy/Risk_Management_Policy.pdf).

There were 3 (three) meetings of this committee during the financial year 2023-24. The date on which the said meetings was held is as follows:

29 th May, 2023	10 th November, 2023
14 th February, 2024	

The attendance of each member of the Risk Management Committee in the committee meetings is given below:

Name of the Member	No. of meetings held	No. of meetings attended
Mr. Kamal Kishore Seth	3	3
Mr. Ajit Kumar Jain	3	3
Mr. Pranay Godha	3	3
Mr. Prashant Godha	3	3
Mr. Manish Jain (Sr. Vice President – Business Development)	3	1

- i) The Company has formulated a policy on materiality of related party transactions and dealing with related party transactions including clear threshold limits approved by the Board which is available on the website of the Company (<https://www.ipca.com/wp-content/pdf/corporate-policy/policy-on-materiality.pdf>).
- j) The Company has not entered into any materially significant transactions during the year under report with promoters, directors, key/senior management personnel, etc. other than the non-material transactions entered into in the ordinary course of Company's business as approved by the Audit Committee through omnibus approval valid for each financial year. Transactions with related parties are disclosed under notes forming part of the accounts. The Board and the Audit Committee periodically reviews the details of the related party transactions entered into by the Company. Omnibus approval of the Audit Committee is also obtained before entering into related party transactions.

k) No employee including Key Managerial Personnel or Director or Promoter of the Company has entered into any agreement for himself or on behalf of other person with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

l) **Subsidiary Companies**

The Company has 2 non-listed, non-material and 1 listed, material Indian subsidiary companies. The Company also has 5 overseas non-material wholly owned subsidiary companies and 1 material and 9 non-material wholly owned subsidiary companies of the subsidiaries, the financial statements of which are regularly reviewed by the Audit Committee and the Board of Directors. The minutes of board meetings of subsidiary companies are also regularly placed before the meetings of the Board of Directors of the Company. The Board of Directors of the Company also reviews all significant transactions and arrangements, if any, entered into by the subsidiaries.

m) None of the Director of the Company is a director or act as independent director in more than seven listed entities and none of the Wholetime Director serve as an Independent Director in more than 3 listed entities.

None of the Directors on the Board is a member of more than 10 committees and Chairman of more than 5 committees across all the companies in which they are Directors. All directors have disclosed their committee positions to the Company. For determining this limit, Chairpersonship and Membership of Audit Committee and Stakeholders Relationship Committee only are considered.

The Shareholders have approved the re-appointment of Dr. (Ms) Manisha Premnath as Independent Director for a second term of five consecutive years from 21st September, 2019 through postal ballot on 27th March, 2019 and Mr. Kamal Kishore Seth as Independent Director for a second term of five consecutive years from 29th March, 2024 through postal ballot on 28th March, 2024.

The shareholders have also approved the appointment of Dr. Narendra Mairpady as Independent Director for a term of five consecutive years from 20th October, 2022 through Postal Ballot on 4th December, 2022 and appointment of Dr. (Ms) Swati Patankar as Independent Director for a term of five consecutive years from 14th February, 2024 through Postal Ballot on 28th March, 2024.

Mr. Vivek Shiralkar is appointed as an Independent Director at the meeting of the Board of Directors of the Company held on 29th May, 2024. The necessary special resolution for his appointment as an Independent Director shall be placed before the shareholders for approval at the ensuing Annual General Meeting.

The terms and conditions of appointment of independent directors have been disclosed on the website of the Company www.ipca.com. The maximum tenure of independent directors is in accordance with the Companies Act, 2013 and the rules made thereunder.

In accordance with requirements of Section 149(6) and (7) of the Companies Act, 2013 and Reg 16(1)(b) of SEBI LODR Regulations, all the independent directors have given declaration of independence and the same has been noted in the first board meeting of the current financial year held on 29th May, 2024.

n) **Independent Directors Meeting**

During the year under review, the Independent Directors met on 14th February, 2024, without the attendance of non-independent directors and members of the management, inter-alia, to discuss:

- i. Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- ii. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors; and
- iii. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present at the said meeting.

o) The Company has undertaken and covered all the Company's Directors and Officers liability with a suitable insurance policy covering such risks and to the extent of such quantum as determined by the Board.

p) The Company maintains a functional website containing the basic information about the Company (www.ipca.com). The Company has disseminated all the required information on its website as required under Regulation 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

q) Information on Directors retiring by rotation and seeking appointment / re-appointment :

Mr. Ajit Kumar Jain (DIN 00012657)

Mr. Ajit Kumar Jain aged 69 years is a qualified Chartered Accountant and a Science Graduate and is employed with the Company since 1980. He was first appointed as a Director of the Company designated as Executive Director on 21st August, 1994. He is a professional, Wholetime, Non-promoter Director of the Company. He was re-designated as Joint Managing Director at the meeting of the Board of Directors of the Company held on 29th July, 2010 and as a Managing Director at the meeting of the Board of Directors held on 14.02.2023. He is also CFO of the Company.

He has more than 4 decades of experience in the pharmaceutical industry in the field of Finance, Accounts, Commercial, Information Technology, Legal, R&D, General Administration, etc.

He is a Director of Ipca Foundation.

He holds 42,000 equity shares in the Company.

He is not a member of any Committee of the Board in other companies in which he is a Director.

Mr. A. K. Jain is not debarred from holding the office of Director by virtue of any SEBI order or order by any other competent authority.

Number of Board Meetings held and attended by him during his tenure as Director of the Company is given in the Report on Corporate Governance of the respective financial year annexed with the Company's Annual Reports which are available on the Company's website www.ipca.com. During the financial year 2023-24 he has attended all the 8 board meetings held by the Company.

He is not related to any Director or Key Managerial Personnel (KMP) of the Company.

He has not retired/resigned as a Director of any listed company in the past 3 years.

Mr. Pranay Godha (DIN 00016525)

Mr. Pranay Godha, aged 52 years has done his B.Sc. from University of Bombay and has also obtained a degree in M.B.A from the New York Institute of Technology, USA. He has over 2 decades of experience in the field of Marketing and General Management.

Mr. Pranay Godha was appointed as the Business Development Manager of the Company w.e.f 16th April, 2003 and was subsequently promoted as Vice President - Generics Business of the Company w.e.f. 1st November, 2004. He was further promoted as President – Generics Business of the Company in May, 2006 and subsequently appointed as the Executive Director of the Company with effect from 11th November, 2008. He was re-designated as the Managing Director/CEO of the Company w.e.f. 1st April, 2023 for the remainder period of his current tenure of appointment.

He has more than two decades of experience in the pharmaceuticals industry.

He holds 17,00,990 equity shares in the Company.

He holds Directorship in the following companies:

1. Unichem Laboratories Ltd.	2. Kaygee Laboratories Pvt. Ltd.
3. Mexin Medicaments Pvt. Ltd.	4. Kaygee Investments Pvt. Ltd.
5. Paschim Chemicals Pvt. Ltd.	

He is also Director of some of foreign subsidiaries of the Company where he represents the Company as a Director.

He is a member of the Stakeholders Relationship Committee of Unichem Laboratories Ltd.

Mr. Pranay Godha is not debarred from holding the office of Director by virtue of any SEBI order or order by any other competent authority.

Number of Board Meetings held and attended by him during his tenure as Director of the Company is given in the Report on Corporate Governance of the respective financial year annexed with the Company's Annual Reports which are available on the Company's website www.ipca.com. During the financial year 2023-24 he has attended all the 8 board meetings held by the Company.

Mr. Premchand Godha, Executive Chairman, Mr. Pranay Godha, Managing Director and Mr. Prashant Godha, Executive Director are related to each other. He is not related to any other Director or Key Managerial Personnel (KMP) of the Company.

He has not retired/resigned as a Director of any listed company in the past 3 years.

Mr. Vivek Shiralkar

Mr. Vivek Shiralkar, aged 65 years has done his B.A. (Economics) from Pune University and L.L.B from Bombay University. He is also an Attorney at Law (Solicitor). He is practicing as an Advocate and Solicitor since 1981.

He is appointed as the Additional Director of the Company with effect from 29th May, 2024 and also as an Independent Director for a period of 5 consecutive years from 29th May, 2024 and till 28th May, 2029.

He is a Director on the Board of Opec Investment Pvt. Ltd. He has not resigned / retired as a Director from any listed entity in the last three years.

He is not a member of any committee of the Board in other companies in which he is a Director

Mr. Shiralkar is not debarred from holding the office of Director by virtue of any SEBI order or order by any other competent authority.

He is not related to any other Director or Key Managerial Personnel (KMP) of the Company.

r) Corporate Social Responsibility Committee

As per Section 135 of the Companies Act, 2013, the Company has constituted a Corporate Social Responsibility (CSR) Committee of the Board of Directors comprising of Mr. Kamal Kishore Seth, Independent Director and Chairman of the Committee, Mr. Premchand Godha, Executive Chairman, Mr. Ajit Kumar Jain, Managing Director and Mr. Prashant Godha, Executive Director. The CSR Committee of the Board will be responsible for:

- i) formulating and recommending to the Board a Corporate Social Responsibility Policy which shall indicate the CSR activities to be undertaken by the Company;
- ii) recommending the amount of expenditure to be incurred on the CSR activities; and
- iii) monitoring the CSR Policy of the Company from time to time.

There were 2 (Two) meetings of this committee during the financial year 2023-24. The dates on which the said meetings were held are as follows:

29 th May, 2023	10 th August, 2023
----------------------------	-------------------------------

The attendance of each member of the Corporate Social Responsibility Committee in the committee meetings is given below:

Name of the Member	No. of meetings held	No. of meetings attended
Mr. Kamal Kishore Seth	2	2
Mr. Premchand Godha	2	2
Mr. Ajit Kumar Jain	2	2
Mr. Prashant Godha	2	2

The CSR policy of the Company is placed on the website of the Company www.ipca.com.

s) Reconciliation of Share Capital Audit:

A qualified practising Company Secretary carries out a share capital audit to reconcile the total admitted equity share capital with NSDL and CDSL and the total issued and listed equity share capital of the Company. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

t) Dividend Distribution Policy

In terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016, the Company has formulated a Dividend Distribution Policy which has been uploaded on the website of the Company (https://www.ipca.com/wp-content/pdf/corporate-policy/dividend_distribution_policy.pdf).

u) Disclosure of certain types of agreements binding on listed entities

None

ANNEXURE A

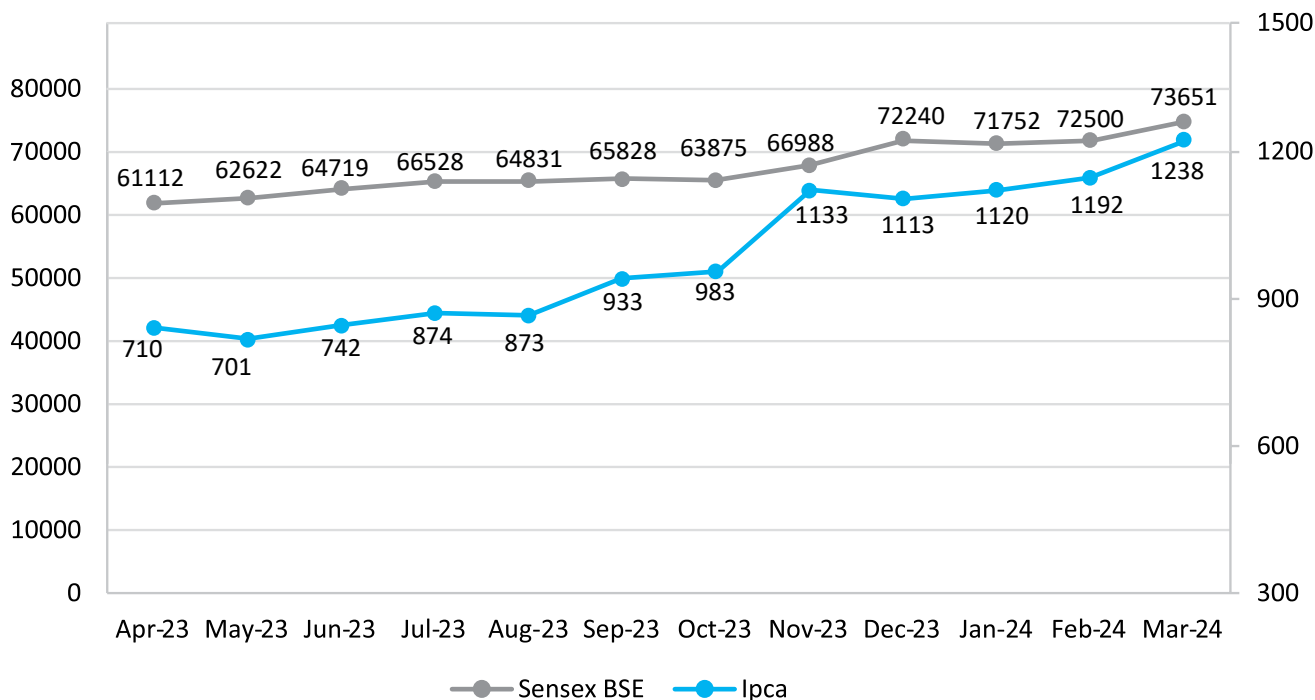
High/low of market price of the Company's shares traded on BSE Ltd (BSE) and National Stock Exchange of India Ltd. (NSE) during the financial year 2023-24 is furnished below:

Year	Month	Highest (Rs)		Lowest (Rs.)		
		BSE	NSE	BSE	NSE	
2023	April	855.00	854.55	687.00	686.80	
	May	719.85	717.15	670.00	669.80	
	June	761.20	760.95	692.30	691.20	
	July	893.10	893.25	738.05	737.50	
	August	943.00	943.05	849.25	847.30	
	September	954.90	955.00	857.50	856.80	
	October	1008.90	1009.00	918.10	917.00	
	November	1135.45	1138.00	966.50	966.40	
	December	1161.70	1161.85	1042.00	1041.00	
	2024	January	1159.75	1156.00	1058.70	1061.05
		February	1264.00	1263.95	1086.00	1097.40
		March	1245.00	1245.00	1121.25	1122.25

ANNEXURE B

Graph of share price/ BSE Sensex

COMPARATIVE PRICE MOVEMENT IN 2022-23



ANNEXURE C

The distribution of shareholding as on 31 st March, 2024 is as follows :						
No. of equity shares held			No. of shareholders	%	No. of shares	%
Upto		500	75065	90.52	4185236	1.65
501	to	1000	3414	4.12	2695274	1.06
1001	to	2000	3088	3.72	5414267	2.13
2001	to	3000	371	0.45	931573	0.37
3001	to	4000	237	0.29	884687	0.35
4001	to	5000	93	0.11	429337	0.17
5001	to	10000	243	0.29	1807228	0.71
10001	and	above	418	0.50	237356616	93.56
Grand Total			82929	100.00	253704218	100.00
No. of shareholders in Physical Mode			1253	1.51	900158	0.35
No. of shareholders in Electronic Mode			81676	98.49	252804060	99.65

Shareholding pattern as on 31 st March, 2024 is as follows :			
Categories of shareholders	No. of shareholders	No. of shares	% holding
Indian Promoters	17	117467472	46.30
Banks and Insurance Companies	19	11865991	4.68
Mutual Funds	31	73149500	28.83
FII's / Foreign Portfolio Investors	180	26657841	10.51
NRIs	2041	1118779	0.44
Domestic Companies / Other Bodies Corporates	484	1101129	0.43
Resident Individuals/Others	80157	22343506	8.81
	82929	253704218	100.00

CEO CERTIFICATION

To,
All the Members of
Ipca Laboratories Ltd.

It is hereby certified and confirmed that as provided in terms of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31st March, 2024.

For Ipca Laboratories Limited

Mumbai
29th May, 2024

Pranay Godha
Managing Director / CEO

CEO/CFO CERTIFICATION

The Board of Directors
Ipca Laboratories Limited
48, Kandivli Industrial Estate,
Kandivli - West
Mumbai – 400 067

We hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2024 and that to the best of our knowledge and belief;
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) No transaction is entered into by the Company during the year which is fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Ipca Laboratories Ltd.

Mumbai
29th May, 2024

Pranay Godha
Managing Director / CEO

A.K. Jain
Managing Director / CFO

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

TO
THE MEMBERS OF
IPCA LABORATORIES LIMITED

We have examined the compliance of the conditions of Corporate Governance by Ipca Laboratories Limited ('the Company') for the year ended on March 31, 2024, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2024.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Parikh & Associates**
Practising Company Secretaries

Jigyasa N. Ved
Partner
FCS: 6488 CP: 6018
UDIN: F006488F000480491
PR No. 1129/2021

Mumbai, 29.05.2024

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

a)	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	No of shares – 43008 No of shareholders - 57
b)	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	1
c)	Number of shareholders to whom shares were transferred from suspense account during the year	1
d)	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;	No of shares – 42008 No of shareholders - 56
e)	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	Voting rights in respect of shares lying in the suspense account shall be frozen till the rightful owner of such shares claim them.

ANNEXURE 2

1. Brief outline on CSR Policy of the Company:

The Company believes that contributing to the overall health and wellness of our world starts with lessening our impact on the environment and we remain committed to the highest ethical standards in everything we do - right from research and development to manufacturing, sales and marketing.

The Company's Corporate Social Responsibility involves initiatives on a micro level to include patient health, employee and public safety, nurturing of environment and building sustainable communities. The Company also engages with external stakeholders including healthcare professionals, investors, customers, non-governmental organisations and suppliers in this endeavour.

The Company is committed to operate its business with emphasis on CSR in all areas of its operations. The Company integrates its business values and operations to meet the expectations of its customers, employees, regulators, investors, suppliers, the community and take care of environment with best interest.

2. Composition of CSR Committee:

Sl. No.	Name of the Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Kamal Kishore Seth	Independent Director and Chairman of the Committee	2	2
2.	Mr. Premchand Godha	Executive Chairman	2	2
3.	Mr. Ajit Kumar Jain	Managing Director	2	2
4.	Mr. Prashant Godha	Executive Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

A definite and well structured Corporate Social Responsibility (CSR) policy has been framed by the Company and is available on its website (weblink: https://www.ipca.com/wpcontent/pdf/corporatepolicy/Corporate_Social_Responsibility_Policy.pdf).

The CSR policy forms a part of the Company's corporate vision and defines its approach on key responsibility issues. The CSR spends on CSR projects made during the year and approved by the CSR Committee/Board are listed herein below.

4. Provide the details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

In the financial year 2023-24, the Company has carried out Impact Assessment of following CSR projects for which Company has contributed:

Name of the Project	Implementing Agency	CSR Contribution given (Rs. Crores)
Amrit Sarovar, Madhya Pradesh	MGNREGS	1.10
Cauvery Calling – Tree Plantation	Isha Outreach	2.10
Community Park, Dewas	Government sponsored project	2.75
Medical College and Research Centre, Solapur	M.M. Patel Public Charitable Trust	3.50
Distribution of Improved cookstoves	SEWA, Assam	6.13

5. Details of the amount available for set off in pursuance of sub - rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹ Crores)	Amount required to be set-off for the financial year, if any (in ₹ Crores)
1.	N.A.	Nil	Nil

6. Average net profit of the company as per Section 135(5):

₹ 1067.95 Crores

7. (a) Two percent of average net profit of the company as per section 135(5):

₹ 21.36 crores

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years :

Nil

(c) Amount required to be set off for the financial year, if any:

None

(d) Total CSR obligation for the financial year (7a+7b-7c):

₹ 21.36 crores

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs Crores)	Amount Unspent (in Rs Crores)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount (in Rs. Crores)	Date of transfer	Name of Fund	Amount	Date of transfer
20.29	1.07	26/04/2024	None	None	None

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4 & 5		6	7	8	9	10	11	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes / No) Location of the project		Project duration.	Amount allocated for the project (in Rs).	Amount spent in the current financial year (in Rs Crores)	Amount transferred to Unspent CSR Account for the project as per section 135(6) (in Rs Crores)	Mode of implementation -Direct (Yes/ No).	Mode of implementation Through implementing Agency	
			State	District						Name	CSR Registration No.
1	NOT APPLICABLE										

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4 & 5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No) Location of the project		Amount spent in the current financial year (Rs Crores)	Mode of implementation -Direct (Yes/ No).	Mode of implementation Through implementing Agency	
			State	District			Name	CSR Registration Number
1.	Education, healthcare, sports, eradication of poverty, sanitation, protection of national heritage, rural development, etc.	Education, healthcare, sports, eradication of poverty, sanitation, protection of national heritage and rural development.	Maharashtra, Sikkim, Uttarakhand, Madhya Pradesh, Dadra & Nagar Haveli and Gujarat		2.20	Directly by Company	-	-
2.	Promotion of Healthcare, Education,	Healthcare, Education	Maharashtra		1.90	Thru Trust	Shirpur Education Society	CSR00013815
3.	Promotion of Education, eradication of poverty, rural development	Education, eradication of poverty, rural development	Maharashtra		0.90	Thru Trust	R.C.Patel Educational Trust	CSR00013817
4.	Promotion of Education, eradication of poverty, rural development	Education, eradication of poverty, rural development	Maharashtra		0.90	Thru Trust	Prakashchand Jain Bahuddeshiya Sanstha	CSR00009230
5.	Promotion of Education, Healthcare	Promotion of Education, Healthcare	Maharashtra		1.00	Thru Trust	Rashtrasant Janardhan Swami Foundation	CSR00011452
6.	Promotion of Education	Promotion of Education	Maharashtra		0.50	Thru Trust	K.K.Wagh Education Society	CSR00012377
7.	Promotion of Education, rural development	Promotion of Education, rural development	Maharashtra		0.60	Thru Trust	Vardhman Education and Welfare Society Dondaicha	CSR00006863

1	2	3	4 & 5		6	7	8	
SI. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No)		Amount spent in the current financial year (Rs Crores)	Mode of implementation -Direct (Yes/ No).	Mode of implementation Through implementing Agency	
			Location of the project				Name	CSR Registration Number
			State	District				
8.	Promotion of Education	Promotion of Education, Promotion of gender equality and empowering women	Maharashtra		0.90	Thru Trust	ZEAL Education Society	CSR00044237
9.	Promotion of Healthcare	Healthcare, Eradication of poverty	Maharashtra		1.20	Thru Trust	Kandivali Hitwardhak Mandal	CSR00016192
10.	Skill development	Skill Development	Maharashtra		0.30	Thru Trust	BVP Malad Charity Trust	CSR00007682
11.	Education to intellectually deficient children	Education	Maharashtra		0.10	Thru Trust	Punarvas Education Society	CSR00002954
12.	Education, healthcare, sports, eradication of poverty, sanitation, protection of national heritage, rural development, etc.	Education, healthcare, sports, eradication of poverty, sanitation, protection of national heritage and rural development	Maharashtra, Sikkim, Uttarakhand, Madhya Pradesh, Rajasthan, Telangana, Chandigarh, Dadra & Nagar Haveli and Gujarat		9.56	Thru Trust	Ipca Foundation	CSR00012321
Total					20.06			

- (d) Amount spent in Administrative Overheads: ₹ 0.16 Crore
- (e) Amount spent on Impact Assessment, if applicable: ₹ 0.07 Crore
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 20.29 crores
- (g) Excess amount for set off, if any: Nil

SI. No.	Particular	Amount (in ₹ Crores)
(i)	Two percent of average net profit of the company as per section 135(5)	21.36
(ii)	Total amount spent for the Financial Year	20.29
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount transferred to unspent CSR account	1.07
(vi)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil
(vii)	Amount carried forward for set-off in succeeding financial years	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.Crores)	Amount spent in the reporting Financial Year (in Rs. Crores).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs. crore)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2022-23	2.45	2.45	Nil	Nil	Nil	Nil
2.	2021-22	1.82	1.82	Nil	Nil	Nil	Nil
3.	2020-21	Nil	Nil	Nil	Nil	Nil	Nil
	TOTAL	4.27	4.27	-	-	-	-

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs. Crores).	Amount spent on the project in the reporting Financial Year (in Rs Crores).	Cumulative amount spent at the end of reporting Financial Year. (in Rs. Crores)	Status of the project - Completed /Ongoing.
1.	1/23	Woman Education Initiative	2022-23	2 years	2.00	2.00	2.00	Completed
2.	2/23	Development of free study materials	2022-23	2 years	0.45	0.45	0.45	Completed
NOT APPLICABLE								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details):

- Date of creation or acquisition of the capital asset(s): None
- Amount of CSR spent for creation or acquisition of capital asset: None
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: None
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): None

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Since unspent amount of on-going CSR project is transferred to a separate bank account under Section 135 (6) of the Act :

This is not applicable.

For and on behalf of the Board

Premchand Godha
Executive Chairman

Mumbai, 29th May, 2024

ANNEXURE 3**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto**1. Details of contracts or arrangements or transactions not at arm's length basis:**

- (a) Name(s) of the related party and nature of relationship: Not Applicable
- (b) Nature of contracts/arrangements/transactions: Not Applicable
- (c) Duration of the contracts / arrangements/transactions: Not Applicable
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Not Applicable
- (e) Justification for entering into such contracts or arrangements or transactions: Not Applicable
- (f) Date(s) of approval by the Board: Not Applicable
- (g) Amount paid as advances, if any: Not Applicable
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis:

- (a) Name(s) of the related party and nature of relationship: Not Applicable
- (b) Nature of contracts/arrangements/transactions: Not Applicable
- (c) Duration of the contracts / arrangements/transactions: Not Applicable
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Not Applicable
- (e) Date(s) of approval by the Board, if any: Not Applicable
- (f) Amount paid as advances, if any: Not Applicable

Note: All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of Company's business. The Company has not entered into any contract, arrangement or transaction with any related party which could be considered as material within the meaning SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the related party transactions are disclosed in the notes to the financial statements.

For and on behalf of the Board

Premchand Godha
Executive Chairman

Mumbai, 29th May, 2024

ANNEXURE 4

DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2023-24, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24 is as under:

Sr. No.	Name of the Director / Key Managerial Person (KMP) and Designation	Remuneration of Director / KMP for the financial year 2023-24 (₹) (including commission provided for Wholetime Directors)	% increase/ (decrease) in remuneration in the financial year 2023-24	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Premchand Godha (Executive Chairman)	12,30,04,419	9.19%	312.80
2.	Mr. A. K .Jain (Managing Director/CFO)	8,44,36,790	10.90%	214.72
3.	Mr. Pranay Godha (Managing Director/CEO)	6,52,28,222	27.95%	165.87
4.	Mr. Prashant Godha (Executive Director)	6,97,55,704	51.64%	177.39
5.	Dr. Manisha Premnath (Independent Director)	9,00,000	(5.26%)	2.29
6.	Mr. Kamal Kishore Seth (Independent Director)	16,00,000	14.29%	4.07
7.	Dr. Narendra Mairpady (Independent Director)	12,50,000	108.33%	3.18
8.	Mr. A. T. Kusre (Independent Director)	12,50,000	19.05%	3.18
9.	Dr. Swati Patankar (Independent Director)	2,50,000	-	0.64
10.	Mr. Harish P. Kamath (Corporate Counsel & Company Secretary)	1,78,56,171	15.33%	45.41

- ii. The median remuneration of the employees of the Company during the financial year was Rs. 3,93,240/-.
- iii. In the financial year, there was an increase of 8.44% in the median remuneration of employees.
- iv. There were 17,335 permanent employees (including overseas employees) on the rolls of Company as on March 31, 2024.
- v. Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2023-24 was 10.70% whereas there is an increase of 19.02% in the managerial remuneration for the same financial year.
- vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

For and on behalf of the Board

Premchand Godha
Executive Chairman

Mumbai, 29th May, 2024

ANNEXURE 5

1. CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy :

The Company continues its policy of giving priority to energy conservation measures including regular review of energy generation and consumption and effective control on utilisation of energy.

The following energy conservation measures were implemented during the financial year:

- Improvement in operational efficiency of chiller and brine plant.
- Reduction in cable losses by revamping capacitor.
- VFD on higher HP pumps of utility with pressure transmitter.
- Replacement of old and low efficiency motors by energy efficiency motors.
- Replacement of reciprocating air compressors with energy efficient air compressors.
- Replacement of manual fired boiler by efficient Petcock fired boilers.
- Leakage survey and plugging of compressed air and breathing air network.
- Installation of plate heat exchangers for hot water generation.
- Use of thermo conductive liquid for centralized chiller to enhance chiller efficiency.
- Switchover from WHAP to screw chiller.

(ii) The steps taken by the Company for utilizing of alternate sources of energy :

The Company is evaluating all possibilities of utilizing alternate sources of energy in its operations, wherever possible, especially solar/wind energy.

The Company has invested an amount of Rs. 161.06 crores in setting-up solar/wind renewable energy power plants at Solapur (Maharashtra), Patan (Gujarat), Khandwa (M.P.) and Athal (Silvassa) with total capacity of 36.57 MW till 31st March, 2024. During the financial year, these power plants have in total generated 319.81 lacs power units which were used for Company's various manufacturing / R&D facilities.

(iii) The capital investment on energy conservation equipments :

All the necessary capital and revenue expenditures were incurred by the Company on energy conservation equipments and consumables.

2. TECHNOLOGY ABSORPTION

Research & Development

(A) Specific areas in which R&D work was carried out by the Company:

The Company's R&D Centres at Mumbai, Ratlam, Athal and Ranu are approved by Department of Scientific and Industrial Research, Government of India. The Company carries out R&D in several areas including:

- (i) Development of indigenous technologies for major drugs and intermediates, process improvements, technology absorption and optimisation of basic drugs, process simplification, etc.
- (ii) Improvement of existing processes to improve yields and quality, reduce cost and lead to eco friendly process.
- (iii) Development of newer dosage forms and new drug delivery systems.
- (iv) Development of non-infringing processes for APIs.

(B) Benefits derived as a result of the above R & D :

- (i) R&D efforts have helped bring out an improvement in processes, product design and operating efficiencies.
- (ii) Development of new formulations and line extensions.
- (iii) Development of various APIs and Intermediates.
- (iv) Development of new markets, adaptation to meet export requirements, quality upgradation and cost reduction.

(C) Future Plan of Action :

- (i) Development of various APIs/intermediates having good potential for exports and local market.
- (ii) Additional investment in manpower, latest instrumentation to upgrade and strengthen R & D facilities.
- (iii) Development of newer drug delivery systems.
- (iv) Development of formulations for developed market and bio-equivalence studies of the same.

(D) Expenditure on R & D:

	2023-24 (₹ Crores)	2022-23 (₹ Crores)
a) Capital	11.61	25.72
b) Revenue	149.89	130.77
c) Total	161.50	156.49
d) R & D expenditure as a percentage of turnover	2.64%	2.71%

(E) Imported technology (imported during last 5 years):

The Company has not imported any technology during the last 5 years.

3. FOREIGN EXCHANGE EARNINGS AND OUTGO**A. Earnings**

The CIF value of exports of the Company during the year aggregated to ₹ 2707.70 Crores as against ₹ 2643.42 Crores in the previous year.

B. Outgo

The foreign exchange outgo of the Company during the year aggregated to ₹ 727.91 Crores as against ₹ 817.75 Crores in the previous year.

For and on behalf of the Board

Premchand Godha
Executive Chairman

Mumbai, 29th May, 2024

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT [BRSR]

SECTION A - GENERAL DISCLOSURE

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L24239MH1949PLC007837
2	Name of the Listed Entity	Ipca Laboratories Limited
3	Year of incorporation	1949
4	Registered office address	48, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067, Maharashtra, India
5	Corporate address	125, Kandivli Industrial Estate, Kandivli (West), Mumbai – 400 067, Maharashtra, India
6	E-mail	investors@ipca.com
7	Telephone	91-22-62105000
8	Website	https://www.ipca.com/
9	Financial year for which reporting is being done	April 1, 2023 to March 31, 2024
10	Name of the Stock Exchange(s) where shares are listed	BSE, NSE
11	Paid-up Capital	25.37 Crores
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Ajit Kumar Jain (Managing Director) 022-6210 6020 ajit.jain@ipca.com
13	Reporting Boundary	Standalone
14	Name of assurance provider	Not applicable for FY 2023-24
15	Type of assurance obtained	Not applicable for FY 2023-24

II Products and Services

14 Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Manufacture of Pharmaceuticals	Development, Manufacturing and Marketing of Pharmaceuticals Products	100%

15 Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product	NIC Code	% of Turnover of the entity
1	Manufacture of Pharmaceuticals	21002	100%

III Operations

16 Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	17	5	22
International	2	5	7

17 Markets served by the entity

A Number of locations

Locations	Total
National (No. of States)	Pan-India
International (No. of Countries)	More than 100

B What is the contribution of exports as a percentage of the total turnover of the entity?

Over 43.13% of the company's total revenue (standalone) can be attributed to its earning from exports.

C A brief on types of customers

Our customers include wholesalers, distributors, pharmacy chains, hospitals, government institutions and other pharmaceutical companies.

IV Employees

18 Details as at the end of Financial Year:

A Employees and workers (including differently abled)

Particulars	Total (A)	Male		Female	
		No. (B)	% (B / A)	No. (C)	% (C / A)
Employees					
Permanent	15,090	14,181	93.98	909	6.02
Other than permanent	543	454	83.61	89	16.39
Total Employees	15,633	14,635	93.62	998	6.38
Workers					
Permanent	1,278	1,275	99.77	3	0.23
Other than permanent	5,930	5,656	95.38	274	4.62
Total Workers	7,208	6,931	96.16	277	3.84

B Differently abled Employees and workers:

Particulars	Total (A)	Male		Female	
		No. (B)	% (B / A)	No. (C)	% (C / A)
Differently abled Employees					
Permanent	15,090	-	-	-	-
Other than permanent	543	-	-	-	-
Total Employees	15,633	-	-	-	-
Differently abled Workers					
Permanent	1,278	-	-	-	-
Other than permanent	5,930	2	0.03	-	-
Total Workers	7,208	2	0.03	-	-

19 Participation/Inclusion/Representation of women

Particulars	Total (A)	Numbers of Female (B)	% of Female (B / A)
Board of Directors	9	2	22.22%
Key Management Personnel	5	0	0

20 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Particulars	FY 23-24			FY 22-23			FY 21-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	23.3%	18.8%	23.0%	18.8%	21.0%	19.0%	20.4%	20.5%	20.4%
Permanent Workers	3.9%	-	3.9%	2.1%	-	2.1%	2.7%	-	2.7%

V Holding, Subsidiary and Associate Companies (including joint ventures)

21 Names of holding / subsidiary / associate companies / joint ventures

Sr. No.	Name of the holding /subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Ipca Pharmaceuticals Inc. USA	Subsidiary	100%	Yes
2	Ipca Laboratories (U.K.) Ltd.	Subsidiary	100%	Yes
3	Ipca Pharma Nigeria Ltd.	Subsidiary	100%	Yes
4	Ipca Pharma (Australia) Pty.Ltd	Subsidiary	100%	Yes
5	Ipca Pharmaceuticals Ltd.,SA de CV	Subsidiary	100%	Yes
6	Onyx Scientific Ltd. U.K	Subsidiary	100%	Yes

Sr. No.	Name of the holding /subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
7	Pisgah Laboratories Inc. USA	Subsidiary	100%	Yes
8	Bayshore Pharmaceuticals LLC. (Subsidiary of Ipca Pharmaceuticals Inc, USA)	Subsidiary	100%	Yes
9	Ipca Pharma (NZ) Pty. Ltd. (Subsidiary of Ipca Pharma (Australia) Pty.Ltd.)	Subsidiary	100%	Yes
10	Ipca Foundation	Subsidiary	100%	Yes
11	Trophic Wellness Pvt. Ltd.	Subsidiary	59%	Yes
12	Unichem Laboratories Ltd	Subsidiary	52.67%	Yes
13	Niche Generics Ltd., UK	Subsidiary	100%	Yes
14	Unichem SA Pty Ltd., South Africa	Subsidiary	100%	Yes
15	Unichem Farmaceutica Do Brasil Ltda, Brazil	Subsidiary	100%	Yes
16	Unichem Pharmaceuticals USA Inc., USA	Subsidiary	100%	Yes
17	Unichem Laboratories Ltd., Ireland	Subsidiary	100%	Yes
18	Unichem (China) Pvt. Ltd., China	Subsidiary	100%	Yes
19	Avik Pharmaceutical Ltd.	Joint Venture	50%	Yes
20	Lyka Labs Ltd. (w.e.f. 24.11.2021)	Associate	38%	Yes
21	CCPL Software Private Ltd.	Associate	28.95%	Yes
22	Krebs Biochemicals & Industries Ltd.	Associate	49.65%	Yes

VI CSR Details

22 Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

A	Turnover (in Rs.)	6277.75
B	Net worth (in Rs.)	6348.71

VII Transparency and Disclosures Compliances

23 Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 23-24			FY 22-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes*	-	-		-	-	
Investors (other than shareholders)	Yes*	-	-		-	-	
Shareholders	Yes*	13	-		7	-	
Employees and workers	Yes*	-	-		-	-	
Customers	Yes*	-	-		-	-	
Value Chain Partners	Yes*	-	-		-	-	
Other	Yes*	-	-		-	-	

*Web-link for Grievance Redressal Policy Internal Stakeholders : <https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Grievance-Redressal-Internal-Policy.pdf>

*Web-link for Grievance Redressal Policy External Stakeholders: <https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Grievance-Redressal-External-Policy.pdf>

24 Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy and Emissions	Risk	Increasing demand for products will lead to the need for increased manufacturing capacity and a subsequent increase in emissions.	1) Procurement of power through renewable energy sources such as solar, wind. 2) Shifting to piped natural gas in place of furnace oil.	Negative- Increase in operating costs by investments in more environmentally friendly technology and techniques for reducing emissions.
		Opportunity	Procurement of renewable energy and implementation of energy efficiency initiative can help in cost savings in operations and offsetting emissions.	3) Shifting to biomass or briquette fuel in place of coal. 4) Implementation of energy efficiency initiatives in all our operations in india	Positive - Investing in renewable energy and energy efficiency initiatives has the potential to yield favourable results and lower operating costs in the long run.
2	Water Management	Risk	Water being a scarce resource on the planet and essential component of all processes, poses a risk to the future operations	1) Implemented Zero Liquid Discharge (ZLD) mechanism at our manufacturing plants in India 2) Installation of water recycling plants and using recycled water for utilities and gardening purpose. 3) Water efficiency mechanisms, rain water harvesting and reutilisation of water recovered from condensate recovery 4) Raising awareness among our stakeholders about the importance of water conservation.	Neutral - No immediate financial impact is anticipated, and we are taking steps to ensure efficient water management in order to keep this issue from becoming unmanageable.
3	Waste Management	Risk	The waste generated from our facilities has to be disposed in the most appropriate manner	The waste generated from our facilities is segregated and disposed through pollution control board approved vendors and in compliance with regulations.	Negative - Non-compliance with the regulations could result in adverse financial consequences such as fines and penalties as well as reputation damage.
4	Sustainable Supply Chain	Opportunity	Sustainable supply chain management help us not only in reducing our total carbon footprint, but also helps in optimizing our end-to-end operations		Positive - A sustainable supply chain enhances our commitment to the environment and optimization in end-to-end operations can give significant saving in the long run.

5	Community Engagement	Opportunity	Our interaction with local communities in the areas of our operation is essential to ensure supply of materials, labor and sharing of regional resources. Also, being a community benefactor enhances the Company's reputation.		Positive - Through our various CSR initiatives in the field of healthcare, education, rural infrastructure development, environment conservation among others, build trust with local communities. Ensuring regular engagement will enable us to function smoothly and mitigate any grievances that may arise.
6	Diversity, Equity and Inclusion	Opportunity	It provides the Company an avenue to contribute to the betterment of the society as a whole and access to a larger pool of talent for its workforce		Positive - Diversity, equity and inclusion workplaces earn deeper trust and more commitment from Company's workforce, which has many long-term benefits such as higher workforce retention rate, greater readiness to innovation and higher revenue growth.
7	Product quality and safety	Risk	Product quality and safety is most important for retaining customers. Any gap with respect to customer expectations impacts revenue	We have stringent quality control and quality assurance processes which ensures that product manufactured by the Company meets quality standards set by itself and regulators	Positive- Enhancing product quality and safety will lead to an increased customer base and earnings.
		Opportunity	Enhancing product quality and safety and meeting the customer expectations will get more customers and revenue.		
8	Human Rights	Risk	This aspect involves upholding the highest standards of human rights and respect for all stakeholders within our operations and in the business value chain.	Integrating a strong governance structure for human rights from the aspect of human rights Policy, grievance redressal mechanism and due diligence across the business operations extending to value chain partners.	Negative- Violation of any form of human rights can lead to reputation damage and/or financial repercussions
9	Human Resource Development	Opportunity	Highly skilled workers and employees accomplish their tasks better, more efficiently, and with fewer risks of injuries.		Positive- A robust workforce with a high percentage of retention demonstrates the Company's efforts to provide a healthy work environment and a proactive strategy for workforce development and improved productivity of the company.
10	Research and Development	Opportunity	Investment in research and development will lead to building a robust product portfolio		Positive- Investing in research and development helps in reducing production costs and adverse impacts on the environment

11	Business Conduct and Ethics	Risk	Any transgression of the organization's ethical standards may result in the loss of goodwill of the business and may have financial and legal repercussions.	Mechanisms for rigorous monitoring and compliance are put in place to ensure that all business operations adhere to the Company's principles and rules.	Negative - A violation in any of the business activities can lead to severe reputation, financial, and legal risk for the organization
12	Risk Management	Opportunity	Risk management is a structured and disciplined approach aligning strategy, processes, people, technology and knowledge for evaluating and managing uncertainties faced by business due to changes in local and global geopolitical, socioeconomic, regulatory or other events.		Positive - Risk management empowers business to proactively assess various risks, take timely actions / measures and balance them with business objectives for improved returns and to drive value.
13	Data Privacy and Digitization	Risk	As a part of the pharmaceutical industry, it is mandatory that data with respect to drugs and drugs products as well as customers remains confidential.	We have a dedicated IT team to assess security risks that may arise at any time.	Negative - In the case of any data breach, resulting in loss of critical business intelligence, reputation damages as well as fines, penalties, and payout of heavy compensation.
		Opportunity	Transitioning to digital tools has enabled us to enhance the efficiency and effectiveness of operational processes, increasing productivity across operations		Positive - Adopting digitization and automated solutions in our processes can result in increased productivity in operations, also saving time and effort deployed on repetitive tasks, which provides a competitive advantage to us in the market.

SECTION B - MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions			P- 1	P- 2	P- 3	P- 4	P-5	P-6	P-7	P-8	P-9
Policy and management processes											
1	A.	Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Note 1	Yes	Yes
	B.	Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	C.	Web Link of the Policies, if available	Note 2								
2		Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3		Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4		Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fair-trade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.		ISO 14001	ISO 45001, OHSAS 18001					As per the CSR Rules prescribed under the Companies Act, 2013	ISO 9001
5		Specific commitments, goals and targets set by the entity with defined timelines, if any.	Note 3								
6		Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Note 4								
Governance, leadership and oversight											
7		Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	<p>We are committed to reducing our environmental impact through the implementation of sustainable practices, including energy efficiency initiatives, waste reduction, responsible water use and sourcing renewable energy. We are also committed to minimizing our greenhouse gas emissions and have set goals to reduce our carbon footprint. We believe that sustainability is important part of our corporate responsibility and we continuously strive to improve.</p> <p>In addition, we are committed to social responsibility and believe in making a positive impact on the communities in which we operate. We work to ensure that our products are accessible to those in need, and we support local initiatives that promote health and education.</p> <p>We recognize the importance of our planet health and the well-being of our society. We are committed to operating in a way that reflects our values and contributes to a sustainable future for all.</p>								
8		Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Ajit Kumar Jain Managing Director								
9		Does the entity have a specified committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	<p>Yes.</p> <p>The ESG Steering Committee is responsible for decision-making on sustainability-related issues. Chaired by the Managing Director of the company, the committee meets once a quarter to discuss progress and actions on ESG initiatives, targets, and implementation</p>								
Details of Review of NGRBCs by the Company											
10	A.	Performance against above policies and follow up action	The ESG action committee reviews the Company's performance across all aspects of the nine principles of the NGRBC on a monthly basis and provides an update to the ESG steering committee for necessary action.								
	B.	Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliance	The ESG action committee reviews the statutory requirements relevant to the principles on a monthly basis and provides an update to the ESG steering committee for necessary action.								

Disclosure Questions		P- 1	P- 2	P- 3	P- 4	P-5	P-6	P-7	P-8	P-9
11	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No								
12	If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated	Not applicable								

Note 1: The Company works closely with various trade and industry associations. This includes industry representations to the government and/ or regulators. The Company performs the function of policy advocacy in a transparent and responsible manner while engaging with all the authorities and considers the Company's interest as well as the larger national interest. The Company believes that policy advocacy must preserve and expand public good and thus, it does not advocate any policy change to benefit itself alone or a select few.

Note 2:	P-1	Refer to our Code of Business Conduct and Ethics Policy web page Refer to our Good Governance and Anti-Corruption Policy web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2024/code-of-business-conduct-and-ethics.pdf https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Good-Governance-and-Anti-Corruption-Policy.pdf
	P-2	Refer to our Sustainable Procurement Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2024/sustainable-procurement-policy.pdf
	P-3	Refer to our Health & Safety Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2024/health-and-safety-policy.pdf
	P-4	Refer to our Grievance Redressal Policy for Internal Stakeholder on web page Refer to our Grievance Redressal Policy for External Stakeholder on web page Refer to our Whistleblower Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Grievance-Redressal-Internal-Policy.pdf https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Grievance-Redressal-External-Policy.pdf https://www.ipca.com/wp-content/pdf/corporate-policy/whistle-blower-policy.pdf
	P-5	Refer to the Human Rights Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2024/human-rights-policy.pdf
	P-6	Refer to the Environment Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2024/environmental-policy.pdf
	P-7	Details of our interaction with industry associations have been provided in Principle 7	Refer Principle 7 of this report
	P-8	Refer to the Corporate Social Responsibility Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2023/corporate-social-responsibility-policy.pdf
	P-9	Refer to our Grievance Redressal Policy for External Stakeholder on web page Refer to our Privacy Policy on web page	https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Grievance-Redressal-External-Policy.pdf https://www.ipca.com/wp-content/pdf/corporate-policy/2023/data-privacy-policy.pdf

Note 3: A Environmental targets

- A.1 Carbon Emission: 20 % reduction in carbon emissions by 2030 (scope 1 & 2)
A.2 Waste: 35% of hazardous waste to be disposed through co-processing by 2030

B Supply Chain

100 % of our critical suppliers to be compliant with our sustainable procurement policy by 2030

C Social Target

Diversity target: 20% of women employees in our offices by 2030

Note 4:

A	Environmental targets	Progress this year
A.1	Carbon Emission: 20 % reduction in carbon emissions by 2030 (scope 1 & 2)	3.16% reduction in Scope 1 and 2 emission intensity per rupee of turnover
A.2	Waste: 35% of hazardous waste to be disposed through co-processing by 2030	10.62% of hazardous waste has been disposed of through co-processing
B	Supply Chain	Progress this year
	100 % of our critical suppliers to be compliant with our sustainable procurement policy by 2030	We have floated the Self-Assessment Questionnaire (SAQ) to our critical suppliers to evaluate their compliance with our Sustainable Procurement Policy. Additionally, we have begun collecting signed acknowledgment copies of the Suppliers Code of Conduct (SCOC) from these suppliers.
C	Social Target	Progress this year
	Diversity target: 20% of women employees in our offices by 2030	18.95% of women employees in our offices

SECTION C - PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS

1 Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/ Principles Covered Under The training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors (BODs)/	1	Principle 1, 2, 3, 4, 5, 6, 7, 8, 9	100%
Key Managerial Personnel (KMPs)	1	Principle 1, 2, 3, 4, 5, 6, 7, 8, 9	100%
Employees other than BoD and KMPs	212	Principle 1, 2, 3, 4, 5, 6, 7, 8, 9	60.73%
Workers (Permanent)			

2. Details of fines/ penalties/ punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by Directors/ KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
Segment	NGRBC Principle	Name of the regulatory/ Enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine			NIL		
Settlement					
Compounding Fees					
Non-Monetary					
Segment	NGRBC Principle	Name of the regulatory/ Enforcement agencies/judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment			NIL		
Punishment					

3 Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed "

Not applicable

4 Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes. Ipca has good governance and anti- corruption policy. The policy reiterates that Ipca does not tolerate any bribery or corruption and conduct all of its business activities with honesty, integrity, and the ethical standards in all of its areas of operation. The policy applies to all members of the Board of Directors, full and part-time employees of the Company, its subsidiaries and affiliates. All business partners are also expected to follow the same standard of ethics when conducting business with the Company or on its behalf. Refer to our good governance and anti- corruption policy web page <https://www.ipca.com/wp-content/pdf/corporate-policy/2023/Good-Governance-and-Anti-Corruption-Policy.pdf>

5 Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption.

	FY 23-24	FY 22-23
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6 Details of complaints with regard to conflict of interest:

	FY 23-24		FY 22-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	Not applicable	0	Not applicable
Number of complaints received in relation to issues of conflict of interest of the KMPs	0	Not applicable	0	Not applicable

7 Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not applicable

8 Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 23-24	FY 22-23
Number of days of accounts payables	49	52

9 Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics		FY 23-24	FY 22-23
Concentration of Purchases	a.	Purchases from trading houses as % of total purchases	19.13%	18.83%
	b.	Number of trading houses where purchases are made from	58	57
	c.	Purchases from top 10 trading houses as % of total purchases from trading houses	71.00%	70.26%
Concentration of Sales	a.	Sales to dealers / distributors as % of total sales	16.76%	13.57%
	b.	Number of dealers / distributors to whom sales are made	16	13
	c.	Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	97.65%	99.53%
Share of RPTs in	a.	Purchases (Purchases with related parties / Total Purchases)	6.88%	6.93%
	b.	Sales (Sales to related parties / Total Sales)	2.25%	0.92%
	c.	Loans & advances (Loans & advances given to related parties / Total loans & advances)	98.37%	98.66%
	d.	Investments (Investments in related parties / Total Investments made)	98.96%	96.83%

LEADERSHIP INDICATORS

1. Awareness programme conducted for value chain partners or any of the principles during the financial year:

No

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same

Yes, the Company's Code of Conduct expects all its Directors to avoid any activity that may create a conflict with the best interests of the Company. Annually Directors are required to disclose to the Company that they abide by the Code of Conduct.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe**ESSENTIAL INDICATORS**

- 1 Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Segment	FY 23-24	FY 22-23	Details of improvements in environmental and social impacts
R&D	0.23%	19.89%	We are setting up a continuous process pilot plant facility at our Dewas unit, aiming to enhance both environmental and social impact through various measures, including waste and emissions reduction, decreased water usage, efficient resource utilization, and mitigated safety risks.
Capex	4.85%	23.05%	We have undertaken several initiatives to improve our environmental sustainability. In terms of energy, we are implementing a solar project for captive use to reduce Scope 1 emissions and setting up a briquettes plant for captive use to lower Scope 2 emissions. For water management, we installed a Reverse Osmosis (RO) plant at our Sikkim unit to recycle water, and a Zero Liquid Discharge (ZLD) system at our corporate office to minimize fresh water consumption. Additionally, we have upgraded our effluent and sewage treatment plants to enhance water efficiency. In waste management, we established a solvent recovery plant at our Tarapur unit to reduce waste generation and environmental pollution.

- 2 **Does the entity have procedures in place for sustainable sourcing? (Yes/No) If yes, what percentage of inputs were sourced sustainably?**

As per our sustainable procurement policy, we are in the process of assessing our critical suppliers on multiple criteria including business ethics, human rights, social impact, safety and environment.

- 3 **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

We have waste management systems in place across all manufacturing sites

- In-house plastic waste management system has following six steps: collecting waste plastics, sorting, or arranging plastics into categories, washing to remove impurities, shredding and resizing, sale to plastic waste recycler as per plastic waste management rules.
 - E-Wastes are being disposed through pollution control board approved vendors as per e-waste management rules.
 - Hazardous wastes are being disposed through pollution control board approved vendors as per the hazardous waste management rules.
 - The other wastes are disposed as per the local regulatory bodies and the regulations.
- 4 **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes, we work in compliance with the Extended Producer Responsibility (EPR) guidelines. Our plastic waste collection plan is in line with the EPR plan submitted to Pollution Control Board (PCB).

LEADERSHIP INDICATORS

- 1 **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

No

- 2 **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not applicable

- 3 **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry)**

Some basic components used are recovered from our processes such as solvents and mother liquors which are further reused in our processes. But it should be noted that the quantity or volume of the solvents and mother liquor is not documented and hence we will not be able to provide the details for this reporting cycle.

- 4 **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed**

Not available

- 5 **Reclaimed products and their packaging materials (as percentage of products sold) for each product category**

Not available

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

ESSENTIAL INDICATORS

1 A. Details of measures for the well-being of employees:

Category	% of Employees Covered By										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	"Number (E)"	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	14,181	-	-	14,181	100	-	-	14,181	100	-	-
Female	909	-	-	909	100	909	100	-	-	-	-
Total	15,090	-	-	15,090	100	909	6.02	14,181	93.98	-	-
Other than Permanent Employees											
Male	454	-	-	454	100	-	-	-	-	-	-
Female	89	-	-	89	100	-	-	-	-	-	-
Total	543	-	-	543	100	-	-	-	-	-	-

B. Details of measures for the well-being of workers:

Category	% of Workers Covered By										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	1,275	-	-	1,275	100	-	-	-	-	-	-
Female	3	-	-	3	-	-	-	-	-	-	-
Total	1,278	-	-	1,278	100	-	-	-	-	-	-
Other than Permanent Workers											
Male	5,656	-	-	5,656	100	-	-	-	-	-	-
Female	274	-	-	274	100	-	-	-	-	-	-
Total	5,930	-	-	5,930	100	-	-	-	-	-	-

C. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

	FY 23-24	FY 22-23
Cost incurred on well being measures as a % of total revenue of the company	0.34%	0.33%

2 Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 23-24			FY 22-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of employees covered as a % of total employees	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI	28	62	Y	31	73	Y
Other - Superannuation	0.28	0.01	Y	2.14	0	Y

3 Accessibility of workplaces: Are the premises/ offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard

The corporate office premises have elevators and relevant infrastructure for differently abled individuals.

4 Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy

Yes, please refer to section "Diversity, Equal Opportunity and Non-Discrimination" under the human rights policy of the Company. The policy is available at the Company's website at: <https://www.ipca.com/wp-content/pdf/corporate-policy/2023/human-rights-policy.pdf>

5 Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	100%	100%	-	-
Female	100%	100%	-	-
Total	100%	100%	-	-

6 Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	<p>Yes, Ipca has three mechanisms available to receive and redress grievances:</p> <p>1) Grievance Redressal Policy for Internal Stakeholder: It is applicable to all employees and workers to report grievance related to their employment, against a course of conduct, a lapse in judgement, or a planned course of action with regard to them by a manager, a coworker, or a supervisor.</p> <p>2) Whistle Blower Policy: It provides a formal mechanism to all employees and workers to report any actual or suspected concerns related to violation of the code of conduct or any other unethical behaviour.</p> <p>3) Sexual Harassment Policy: We also have in place internal committees for handling the grievances arising out of sexual harassment at the workplace thereby, adhering to the Prevention of Sexual Harassment Act.</p>
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7 Membership of employees and worker in association(s) or Unions recognized by the listed entity:

Category	FY 23-24			FY 22-23		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (C / D)
Total Permanent Employees	15,090	-	-	14,094	-	-
Male	14,181	-	-	13,249	-	-
Female	909	-	-	845	-	-
Total Permanent Workers	1,278	1,278	100	1,260	1,260	100
Male	1,275	1,275	100	1,260	1,260	100
Female	3	3	-	-	-	-

8 Details of training given to employees and workers:

Category	FY 23-24					FY 22-23				
	Total (A)	On Health and Safety Measures		On Skill Upgradation		Total (D)	On Health and Safety Measures		On Skill Upgradation	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Male	14,181	10,771	75.95%	10,771	75.95%	13,249	10,552	79.65%	10,552	79.65%
Female	909	571	62.82%	571	62.82%	845	762	90.19%	762	90.19%
Total	15,090	11,342	75.16%	11,342	75.16%	14,094	11,315	80.28%	11,315	80.28%
Workers										
Male	1,275	458	35.92%	458	36%	1,260	450	35.71%	450	35.71%
Female	3	1	33.33%	1	33.33%	-	-	-	-	-
Total	1,278	459	35.92%	459	35.92%	1,260	450	35.71%	450	35.71%

9 Details of performance and career development reviews of employees and worker:

Category	FY 23-24			FY 22-23		
	Total (A)	Number (B)	% (B/A)	Total (C)	Number (D)	% (D/C)
Employees						
Male	14,181	14,181	100%	13,249	13,249	100%
Female	909	909	100%	845	845	100%
Total	15,090	15,090	100%	14,094	14,094	100%
Workers						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total	-	-	-	-	-	-

10 Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, we have implemented an occupational health and safety management system. It is applicable across all manufacturing sites and covers all employees, workers and contractors. At each plant Company has created operation wise safety committees that reports to plant safety committee. All plants reports on safety parameters are reviewed at corporate safety committee every month.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

We have corporate safety guidelines and site level SOPs available on process hazard analysis , hazop , job safety analysis and HIRA to identify, assess and protect everyone within the premises of the organization from EHS risk associated with any chemical, biological, work-related hazards, physically demanding tasks and risks associated with any infrastructures. Four of our API sites and two formulations sites are certified under ISO 45001 and there are regular surveillance and re-certification audits by the third party

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N). If yes, the coverage such system?

Yes, we have an Incident Management System for reporting, investigating and implementation of appropriate remedial actions. The system allows for reporting of all incidents, including near-miss and potential hazards. We also have 5 minutes safety talk concept wherein every department head interacts with the team on work related hazards and risk on daily basis.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No). If yes, the coverage such system?

Yes , partly covered under ESIC scheme as per applicability

11 Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 23-24	FY 22-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.18	0.08
	Workers	0.79	0.68
Total recordable work-related injuries	Employees	2	3
	Workers	14	11
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12 Describe the measures taken by the entity to ensure a safe and healthy work place.

We have established health and safety systems which are inclusive of policies and procedures, safety guidelines and work permit system, regular mock drills and awareness trainings, periodic meetings of safety committee, incident investigation and analysis, near miss reporting system, safety behaviour observation, risk assessment and JSA (job safety analysis), contractor safety management, safety inspections and audits, hazardous substance control, emergency preparedness, occupational health programme, safety PPEs, fire fighting tools and equipments etc. We conduct periodic assessments to evaluate the effectiveness of the systems implemented and appropriate measures are taken to further improve our health and safety performance continually.

13 Number of complaints on the following made by employees and workers

	FY 23-24			FY 22-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil		Nil	Nil	
Health & Safety	Nil	Nil		Nil	Nil	

14 Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100
Working Conditions	100

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions

Not applicable

LEADERSHIP INDICATORS**1 Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)**

We have covered all employees under LIC policy for payment of gratuity up to age of retirement.

2 Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners

We obtain monthly statutory payment challans for verification from our value chain partners before processing their invoices. This activity is also reviewed as part of the internal and statutory audit.

3 Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable Employment	
	FY 23-24	FY 22-23	FY 23-24	FY 22-23
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes

5 Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Nil*
Working Conditions	Nil*

*No independent assessment is carried out, However we are in the process to initiate assessment of our value chain partners in the coming years.

6 Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from assessments of health and safety practices and working conditions of value chain partners

Not applicable

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**ESSENTIAL INDICATORS****1 Describe the processes for identifying key stakeholder groups of the entity.**

We consider individuals, groups, institutions or entities that contribute to shaping our business, that add value or constitute a core part of the business value chain as key stakeholders. Our stakeholders are both internal and external, and direct as well as indirect. Our key stakeholders include employees, investors, suppliers and partners, customers, government authorities, healthcare professionals, patients and the community.

2 List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Sr. No.	Stakeholder Group	Whether Identified as vulnerable & marginalized groups (Yes /No)	Channels of communication	Frequency of Engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement Instruction/Guidance
1	Employees	No	Digital and physical channels of communication including but not limited to e-mails, intranet, internal human resource portal, notice board, employee committees, engagement initiatives, employees redressal and appraisal and training programmes.	Continuous	Health and Safety Awareness, skill upgradation for personal and professional growth, awareness of company policy and grievance redressal, providing the latest and updated information on Company and industry developments
2	Shareholders/ Investors	No	Press releases, social media, website, analyst meets, analyst briefings, quarterly results, annual general meetings, financial reports, email advisories, Intimation to stock exchanges, annual/ quarterly financials, and investor meetings/ conferences	Frequent and need based	Update shareholders/investors on the business and financial performance, Company's strategy, potential opportunities and risks
3	Patients	Yes, depending on various factors such as health, income, access and others	Customer meets, mailers, news bulletins, brochures, social media, website	Frequent and need based	Increase awareness and educate to improve the health of our patients, identify and address the unmet patient needs and develop better products/ services for the patients
4	Health Care Professionals	No	In-person visits, e-mail, web conferences, brochures, social media, website	Frequent and need based	Update healthcare professionals on products, innovations, access, availability of our medicines and healthcare solutions, and to understand patient needs.
5	Customers	No	Physical and virtual meetings, customer events, calls, e-mail, website	Daily	Ensure regular supply of the products, keep them informed about new products, participate in the bids/ tenders and maximize the outreach of our products.
6	Suppliers and Partners	No	Physical and virtual meetings, calls, e-mail, website	Frequent and need based	We emphasize on sourcing and procurement of quality product and services and follow fair, transparent, ethical and sustainable practices and seek suppliers and partners who share the same commitment.

Sr. No.	Stakeholder Group	Whether Identified as vulnerable & marginalized groups (Yes /No)	Channels of communication	Frequency of Engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement Instruction/Guidance
7	Government Authorities	No	E-mails, meetings, submissions	need based	Our engagement with official authorities, regulatory authorities, and policy-makers is to comply with all relevant statutory and regulatory requirements that are required by law
8	Community	Yes	Physical visits, digital channels	Frequent and need based	For the purpose of giving back to society, our corporate social responsibility and employee volunteering programmes target the areas of healthcare and education through partners and NGOs.

LEADERSHIP INDICATORS

- 1 Provide the processes for consultation between stakeholders and the Board on economic, environmental and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

Consultation with the respective stakeholder groups is done by the relevant business and functional heads. Feedback from such consultations is shared with the Board during the quarterly Board meetings

- 2 Whether stakeholder consultation is used to support the identification and management of environmental and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity**

We have conducted materiality assessment with our stakeholders to understand their concerns and feedback in terms of material topics pertaining to ESG parameters for the company. We have also incorporated these aspects in our policies

- 3 Details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups**

As part of the Corporate Social Responsibility (CSR) initiatives, we have implemented several CSR programs in the areas of healthcare, education, environmental aspects through partners and NGOs for marginalized sections of communities. For further details refer our annual report and CSR report.

PRINCIPLE 5 Businesses should respect and promote human rights

ESSENTIAL INDICATORS

- 1 Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 23-24			FY 22-23		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	15,090	11,342	75	14,094	11,315	80
Other than permanent	543	520	96	658	534	81
Total Employees	15,633	11,862	76	14,752	11,848	80
Workers						
Permanent	1,278	459	36	1,260	1,004	80
Other than permanent	5,930	1,550	26	5,295	-	-
Total Workers	7,208	2,009	28	6,555	1,004	15

2 Details of minimum wages paid to employees and workers, in the following format:

Category	FY 23-24					FY 22-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Employees										
Permanent										
Male	14,181	-	-	14,181	100	13,249	-	-	13,249	100
Female	909	-	-	909	100	845	-	-	845	100
Other than Permanent										
Male	454	-	-	454	100	565	-	-	565	100
Female	89	-	-	89	100	93	-	-	93	100
Workers										
Permanent										
Male	1,275	-	-	1,275	100	1,260	-	-	1,260	100
Female	3	-	-	3	-	-	-	-	-	-
Other than Permanent										
Male	5,656	5,656	100	-	-	5,035	5,035	100	-	-
Female	274	274	100	-	-	260	260	100	-	-

3 Details of remuneration/salary/wages, in the following format:

a) Median remuneration / wages:

Category	Male		Female	
	Numbers	Median remuneration/ salary/ wages of respective category	Numbers	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	7	52,054,472	2	575,000
Key Managerial Personnel	5	72,056,261	-	-
Employees other than BoD and KMP	14,181	542,360	909	607,438
Workers	1,275	394,993	3	335,903

b) Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 23-24	FY 22-23
Gross wages paid to females as % of total wages	6.32	6.78

4 Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business

Yes

5 Describe the internal mechanisms in place to redress grievances related to human rights issues.

Yes, we have grievance redressal policy for internal stakeholders, it is applicable to all employees and workers to report grievance related to human rights issues.

6 Number of Complaints on the following made by employees and workers:

Category	FY 23-24			FY 22-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	5	0		3	0	
Discrimination at workplace	-	-		-	-	
Forced Labour/Involuntary Labour	-	-		-	-	
Wages	-	-		-	-	
Other human rights related issues	-	-		-	-	

7 Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 :

	FY 23-24	FY 22-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	5	3
Complaints on POSH as a % of female employees / workers	0.39	0.54
Complaints on POSH upheld	5	3

8 Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The company has established “Grisha Committee “ at all locations to address complaints with respect to sexual harassment. The sexual harassment policy of the company ensures strict confidentiality of the investigation procedure and protection of the identity of the complainant. In addition, the complainant is also protected against any retaliation.

9 Do human rights requirements form part of your business agreements and contracts

Yes

10 Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100
Forced/Involuntary Labour	100
Sexual Harassment	100
Discrimination at workplace	100
Wages	100

All the locations under the entity are assessed on the above parameters, complying with the requirements of the Shop Establishments Act for offices and the Factory Inspector audits at plants and R&D centres

11 Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 9 above

During the assessment, no significant risks/ concerns identified.

LEADERSHIP INDICATORS

1 Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints

We haven’t received any human rights grievances / complaints in the reporting year.

2 Details of the scope and coverage of any Human rights due diligence conducted.

The Company in the reporting period did not undertake any Human Rights due diligence

3 Is the premise/office of the entity accessible to differently abled visitors as per the requirements of the Rights of Persons with Disabilities Act 2016?

Yes, the corporate office premises have elevators and relevant infrastructure for differently abled individuals.

4 Details on assessment of value chain partners

No assessment of value chain partners is carried out in the reporting period, However we are in the process to initiate assessment of our value chain partners in the coming years.

5 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment**ESSENTIAL INDICATORS****1 Details of total energy consumption (in Joules or multiples) and energy intensity**

Parameter	FY 23-24 (GJ)	FY 22-23 (GJ)
From renewable sources		
Total electricity consumption (A)	121,147	48,049
Total fuel consumption (B)	85,814	55,319
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	206,960	103,368
From non-renewable sources		
Total electricity consumption (D)	690,560	716,454
Total fuel consumption (E)	16,73,571	1,326,789
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	23,64,130	2,043,243
Total energy consumed (A+B+C+D+E+F)	25,71,091	2,146,611
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	41	36
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	937	829
Energy intensity in terms of physical output for Active Pharmaceutical Ingredient (API) plants (Total energy consumed in API plants / production volume in metric tons)	276	245
Energy intensity in terms of physical output for Pharma plants (Total energy consumed in Pharma plants / number of units of of product in Million)	394	405

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

2 Does the entity have any sites/ facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India

None of our sites comes under PAT scheme as Designated Consumers

3 Provide details of the following disclosures related to water

Parameter	FY 23-24	FY 22-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	6,64,859	687,259
(iii) Third party water (Municipal water supplies, etc.)	4,47,575	477,646
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	11,12,434	1,164,906
Total volume of water consumption (in kilolitres)	11,07,387	1,160,143
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	18	20
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	404	448
Water intensity in terms of physical output for Active Pharmaceutical Ingredient (API) plants (Total water consumption in API plants / production volume in metric tons)	95	110
Water intensity in terms of physical output for Pharma plants (Total water consumption in Pharma plants / number of units of of product in Million)	316	375

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

4 Provide the following details related to water discharged

Parameter		FY 23-24	FY 22-23
Water discharge by destination and level of treatment (in kilolitres)			
(i)	To Surface water		
-	No treatment	-	-
-	With treatment – please specify level of treatment	-	-
(ii)	To Groundwater		
-	No treatment	-	-
-	With treatment – please specify level of treatment	-	-
(iii)	To Seawater		
-	No treatment	-	-
-	With treatment – please specify level of treatment	-	-
(iv)	Sent to third-parties (Common Effluent Treatment Plant)		
-	No treatment		
-	With treatment – please specify level of treatment (post primary , secondary and tertiary treatment, sent to the CETP)	5,047	4,763
(v)	Others		
-	No treatment	-	-
-	With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)		5,047	4,763

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

5 Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation

Yes, we have implemented Zero Liquid Discharge (ZLD) mechanism at 15 of our 17 manufacturing plants in India. To achieve ZLD we have installed RO (Reverse osmosis)/MEE (Multiple effect evaporator) /ATFD (Agitated thin film dryer)/DAF (Diffused air flotation system) / MVRE (Mechanical vapor recompression evaporation) technologies.

In our 17 manufacturing plants in india, water treatment is implemented in following manner:

- 1) 10 manufacturing plants: Primary, secondary, tertiary treatment is done in Effluent Treatment Plant (ETP), contaminants are reduced to solids through ZLD, ETP recycled water is used in utilities, Sewage Treatment Plant (STP) treated water is used inside the plant for gardening purpose
- 2) 5 manufacturing plants: Primary, secondary, tertiary treatment is done in ETP as per PCB (Pollution Control Board) requirements, ETP and STP treated water is used inside the plant for gardening purpose
- 3) 2 manufacturing plants: Primary, secondary, tertiary treatment is done in ETP as per PCB requirements and treated water is send to CETP (Common effluent treatment pants) in the industrial clusters.

6 Please provide details of air emissions (other than GHG emissions) by the entity

Parameter	Units	FY 23-24	FY 22-23
NOx	mg/Nm3	24.34	35.45
SOx	mg/Nm3	26.32	33.38
Particulate matter (PM)	mg/Nm3	45.32	49.36

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

7 Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Parameter	Units	FY 23-24	FY 22-23
Total Scope 1 emissions	Metric tonnes of CO2 equivalent	1,74,538	124,880
Total Scope 2 emissions	Metric tonnes of CO2 equivalent	137,345	179,114
Total Scope 1 and Scope 2 emissions per rupee of turnover	Metric Tonnes of CO2 / INR Million	4.97	5.13
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)		113.67	117.37
Total Scope 1 and Scope 2 emission intensity in terms of physical output for Active Pharmaceutical Ingredient (API) plants (Total Scope 1 and Scope 2 emissions in API plants / production volume in metric tons)		32.10	33.02
Total Scope 1 and Scope 2 emission intensity in terms of physical output for Pharma plants (Total Scope 1 and Scope 2 emissions in Pharma plants / number of units of product in Million)		56.27	68.47

Note:

- 1) In FY 23-24, our Scope 1 and 2 emissions increased due to the inclusion of fugitive emissions, one new manufacturing unit and higher production levels.
- 2) Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency : No

8 Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details**9 Provide details of the following disclosures related to waste**

Parameter	FY 23-24	FY 22-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	1,315	915
E-waste (B)	11	14
Bio-medical waste (C)	8	6
Construction and demolition waste (D)	-	-
Battery waste (E)	8	8
Radioactive waste (F)	-	-
Other hazardous waste* (G)	25,898	20,382
Other Non-hazardous waste generated** (H)	15,618	8,986
Total (A+B + C + D + E + F + G + H)	42,888	30,311
Waste intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.68	0.51
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	15.63	11.70
Waste intensity in terms of physical output for Active Pharmaceutical Ingredient (API) plants (Total waste generated in API plants / production volume in metric tons)	5.10	3.83
Waste intensity in terms of physical output for Pharma plants (Total waste generated in Pharma plants / number of units of of product in Million)	3.67	3.24

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Parameter	FY 23-24	FY 22-23
Plastic waste		
(i) Recycled	1,315	915

Parameter	FY 23-24	FY 22-23
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	1,315	915
E-waste		
(i) Recycled	11	14
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	11	14
Battery waste		
(i) Recycled	8	8
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	8	8
Hazardous waste		
(i) Recycled	9,136	6,276
(ii) Re-used	-	-
(iii) Other recovery operations (Co-processing or recycling)	2,752	3,423
Total	11,887	9,699
Non-hazardous waste		
(i) Recycled	3,303	3,469
(ii) R e-used	11,964	5,284
(iii) Other recovery operations	-	-
Total	15,265	8,753

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Parameter	FY 23-24	FY 22-23
Bio-medical waste		
(i) Incineration	8	6
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	8	6
Hazardous waste		
(i) ncineration	1,870	4,114
(ii) Landfilling	12,141	6,569
(iii) Other disposal operations	-	-
Total	14,011	10,683
Non-hazardous waste		
(i) Incineration	-	-
(ii) Landfilling	351	227
(iii) Other disposal operations	-	-
Total	351	227

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

10 Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your

company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

We have waste management practices in place across all manufacturing sites, plastic waste is sold to recycler. E-Waste is sold to authorised vendors. Larger quantity of hazardous waste is sent to cement plants for co-processing and remaining quantity of hazardous waste is sent to landfill. Other non-hazardous wastes such as wooden waste, metal scrap, glass waste, boiler ash etc. are sent to recyclers and brick manufacturers. In order to reduce usage of hazardous and toxic chemicals in our products and processes, we have implemented various initiative including process optimization, improvement in solvent recovery, technological advancement, encouraging procurement of non-hazardous and less toxic materials etc.

11 If the entity has operations/ offices in/ around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/ clearances are required, please specify details in the following format

None of our sites are located in ecologically sensitive sites.

12 Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not applicable

13 Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances

Yes, we follow all the applicable environmental laws/ regulations/ guidelines in India

LEADERSHIP INDICATORS

1 Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area : Ratlam, Indore, Dewas, Pithampur, Ranu, Kandla, Athal and Piparia
- (ii) Nature of operations : Manufacturing
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 23-24	FY 22-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	571,128	622,975
(iii) Third party water (Municipal water supplies, etc.)	213,434	256,688
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	784,562	879,664
Total volume of water consumption (in kilolitres)	784,562	879,664
Water intensity per rupee of turnover (in kilolitres / INR Million) (Water consumed / turnover)	12.5	14.8
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	-	-

	-	With treatment – please specify level of treatment	-	-
(v)		Others		
	-	No treatment	-	-
	-	With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)			-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

2 Please provide details of total Scope 3 emissions & its intensity

The Company in the reporting period did not calculated scope 3 emissions & its intensity

3 With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable

4 If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Establishment of Briquette/Pellet Fuel Manufacturing Plant at Ipca Farms in Wardha, Maharashtra for Captive Consumptio	We are establishing a briquette/pellet fuel manufacturing plant at Ipca farms in Wardha, Maharashtra, beginning with the cultivation of Napier grass as the primary raw material. The plant's installation is underway, and staff training for its operation and maintenance is in progress. Simultaneously, we are evaluating the phased conversion of existing coal-fired boilers to pellet-fired boilers across our manufacturing units in India to achieve environmental benefits. This project encompasses setting up logistics for pellet transport, ensuring regulatory compliance, and implementing sustainable practices to ensure a steady and efficient fuel supply for our operations. Web Link : https://www.ipca.com/esg-renewable-energy/	Reduction in CO2 emission

5 Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, the Company has a business continuity and on-site emergency plan to ensure smooth business operations, uninterrupted supply of goods to the customers and provide guidance to the personnel for effectively combating such emergency situations to minimize loss of life and property. All critical business functions have been prioritized based on the risk assessment and its criticality to the business for the next action to be taken to reduce the impact. It outlines the back up arrangement and course of action to be followed by the company in case of any emergency or disaster event like major fire or explosion, data loss or IT failure, any natural calamity like flooding or earthquake, raw material supply interruption, utilities and communication failure, release of toxic, flammable or hazardous chemicals or any other similar condition which may occur during performing any business operation

6 Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard

Not available

7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts

In the reporting period, the Company did not evaluate any of its value chain partners on the basis of environmental impact

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1 (a) Number of affiliations with trade and Industry Chambers / Associations: 10

(b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Indian Drugs Manufacturing Association (IDMA)	National
2	Indian Pharmaceutical Alliance (IPA)	National
3	Pharmaceuticals Export Promotion Council of India (PHARMEXCIL)	National
4	IMC Chamber of Commerce and Industry	National
5	Federation of Indian Export Organizations (FIEO)	National
6	National Safety Council (NSC)	National
7	Silvassa Industries and Manufacturers Association	State
8	Federation of Gujarat Industries (FGI)	State
9	Association of Industries Madhya Pradesh	State
10	Chamber of Marathwada Industries and Agriculture	State

2 Provide details of corrective action taken or underway on any issues related to anti competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
Nil	Nil	Nil
Nil	Nil	Nil

LEADERSHIP INDICATORS

1 Details of public policy positions advocated by the entity

Sr. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board(Annually/ Half yearly/ Quarterly / Others –please specify)	Web Link, if available
Nil					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1 Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

Note: During the year, the Company has not undertaken any SIA under the Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013.

2 Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity

Not applicable.

3 Describe the mechanisms to receive and redress grievances of the community

The Company engages with its community members through the channel of NGO partners and in-person meetings. These channels of communication facilitate the receipt and redressal of grievances of the community.

4 Percentage of input material (inputs to total inputs by value) sourced from suppliers

Sr. No.	Description	FY 23-24	FY 22-23
1	Directly sourced from MSMEs/ small producers	29.0%	27.4%
2	Directly from within India	71.0%	66.5%

5 Job creation in smaller towns – disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 23-24	FY 22-23
Rural	9.84%	6.44%
Semi-urban	4.28%	3.96%
Urban	21.14%	23.99%
Metropolitan	64.74%	65.62%

LEADERSHIP INDICATORS

1 Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

No negative social impact identified

2 Details of beneficiaries of CSR Projects:

Sr. No.	State	Aspirational District	Amount spent (In INR)
1	Uttarakhand	Haridwar	850,000

3 (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/ vulnerable groups? (Yes/No)

No, the Company does not have any preferential procurement policy focusing on suppliers from marginalised/vulnerable groups.

(b) From which marginalised/vulnerable groups do you procure?

Not applicable.

(c) What percentage of total procurement (by value) does it constitute?

Not applicable.

4 Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Not applicable.

5 Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved:

Not applicable.

6 Details of beneficiaries of CSR Projects:

Sr. No.	CSR Projects	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Promotion of education,vocational training and skill enhancement projects	3,233,404	100%
2	Environmental sustainability, animal welfare and agroforestry	919,214	49%
3	Rural development projects	505,449	80%
4	Eradication of poverty, promotion of healthcare,sanitation,drinking water	258,529	38%
5	Protection of national heritage	192,367	27%
6	Promoting of gender equality and empowering women	4,500	100%
7	Measures for the benefits of armed forces veterans	2,000	0%
8	Promoting sports	320	84%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner**ESSENTIAL INDICATORS****1 Describe the mechanisms in place to receive and respond to consumer complaints and feedback**

The company has standard operating procedure and a dedicated team for handling and investigating product complaints received from customers. Once the product complaint is received it is logged with the company's system. Post which, the complaint is shared with respective manufacturing location for investigation and the complainant is notified about the same. The investigation is completed within 40 calendar days and response is shared with complainant along with corrective and preventive action plan wherever necessary to avoid reoccurrence.

2 Turnover of products and/ services as a percentage of turnover from all products/services that carry information about

	As a percentage to total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	100%
Recycling and/or safe disposal	-

3 Number of consumer complaints in respect of the following

	FY 23-24			FY 22-23		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data Privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other -Packaging defects, Transportation complaints	728	9	The complaints include packaging defects such as missing components, damaged label and damaged outer packaging	617	-	The complaints include packaging defects such as missing components, damaged label and damaged outer packaging

4 Details of instances of product recalls on account of safety issues:

	Numbers	Reason for Recall
Voluntary recalls	4	1) Recalled due to out of specification observed in related substance test during stability studies. 2) Recalled due to market complaints received
Forced recalls	Nil	

5 Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy

Yes.

Refer to our Privacy Policy on web page: <https://www.ipca.com/wp-content/pdf/corporate-policy/2023/data-privacy-policy.pdf>.

6 Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services

No penalties / regulatory actions have been levied or taken on the above-mentioned parameters.

- 7 Provide the following information relating to data breaches:**
- | | |
|---|-----|
| a. Number of instances of data breaches | Nil |
| b. Percentage of data breaches involving personally identifiable information of customers | Nil |
| c. Impact, if any, of the data breaches | No |

LEADERSHIP INDICATORS

1 Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available)

The Company's website provides detailed information on the products sold region-wise:

- <https://www.ipca.com/active-pharmaceutical-ingredient-products/>
- <https://www.ipca.com/pharmaceutical-formulations-manufacturers-india/>
- <https://www.ipca.com/branded-formulations-international/>
- <https://www.ipca.com/generic-drug-formulations/>
- <https://www.ipca.com/our-businesses-global-businesses-united-kingdom/>
- <https://www.ipca.com/our-businesses-global-businesses-usa/>
- <https://www.ipca.com/our-businesses-global-businesses-russia/>

2 Steps taken to inform and educate consumers about safe and responsible usage of products and/or services

The information label attached to each product informs the consumers about instructions for safe use, sourcing of ingredients, composition, side effects, guidance on appropriate storage conditions etc.

3 Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services

As per the guidelines of National Pharmaceutical Pricing Authority, the Company discloses discontinuation of any scheduled formulation by issuing a public notice for relevant stakeholders in addition to informing the Government at least six months prior to the intended date of discontinuation.

4 Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

No

5 Provide the following information relating to data breaches:

- | | |
|---|-----|
| a. Number of instances of data breaches along-with impact: | Nil |
| b. Percentage of data breaches involving personally identifiable information of customer: | Nil |

FORM NO. MR-3**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024**

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,

The Members,

Ipca Laboratories Limited

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the Company during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period) and
 - (i) Other regulations of the Securities and Exchange Board of India as are applicable to the Company.
- (vi) Other laws applicable specifically to the Company namely:
 - (1) Pharmacy Act, 1948,
 - (2) Drugs and Cosmetics Act, 1940,
 - (3) Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954,
 - (4) Narcotic Drugs and Psychotropic Substances Act, 1985,
 - (5) Drug Pricing Control Order, 2013.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were in compliance of the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance other than those held at short notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period the Company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. The Company entered into a definitive Share Purchase Agreement (SPA) for acquisition of 2,35,01,440 fully paid-up equity shares of Rs. 2/- each, constituting 33.38% of the paid up equity share capital of Unichem Laboratories Ltd. (Unichem), a listed entity, from one of its promoter shareholder at a price @ Rs.440/- per equity share on 24th April, 2023. These shares were subsequently acquired by the Company @ Rs. 402.25 per share aggregating to Rs. 945.35 Crores thru stock exchange block deal mechanism on 2nd August, 2023, post receipt of the necessary consent from the Competition Commission of India. Since this acquisition of the shareholding in Unichem was more than the threshold limit under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Company had also made an open offer to the public shareholders of Unichem to acquire from them upto another 26% of the paid up equity share capital of said company at a price @ Rs. 440/- per share.

The Company accepted 1,35,79,571 equity shares of Rs. 2/- each validly tendered in the said open offer by the public shareholders of Unichem Laboratories Ltd. @ Rs. 440 per equity share aggregating to Rs. 597.50 Crores and representing 19.29% of the paid-up equity share capital of the said company. With this further acquisition of shares tendered in the open offer, the Company now holds 3,70,81,011 fully paid-up equity shares of Rs. 2/- each of Unichem representing 52.67% of paid-up share capital of the said company. In view of this, Unichem Laboratories Ltd. has now become a subsidiary of the Company.

Since, subsidiary's subsidiary is also a subsidiary, the following wholly owned subsidiaries of Unichem have also now become subsidiaries of the Company:

- Niche Generics Ltd., UK
 - Unichem SA Pty Ltd., South Africa
 - Unichem Farmaceutica Do Brasil Ltda, Brazil
 - Unichem Pharmaceuticals USA Inc., USA
 - Unichem Laboratories Ltd., Ireland
 - Unichem (China) Pvt. Ltd., China
2. Merger of Ramdev Chemical Pvt. Ltd. and Tonira Exports Ltd., wholly owned subsidiaries with the Company- The Hon'able National Company Law Tribunal, Mumbai Bench vide its order dated 27th April, 2023 approved the merger of M/s. Ramdev Chemical Pvt. Ltd. and M/s. Tonira Exports Ltd., Company's wholly owned subsidiaries, with the Company with effect from 1st April, 2022. The necessary effect for this merger is since given in the Company's books of accounts.
 3. During the financial year under report, the Company has acquired, thru preferential allotment, further 4.90% of the paid-up equity share capital of Lyka Labs Ltd, a listed company, engaged in the bussiness of manufacturing and marketing of injectables, lyophilized injectables and topical formulations.

For Parikh & Associates
Company Secretaries

Jigyasa N. Ved

Partner

FCS No: 6488 CP No: 6018

UDIN: F006488F000479994

PR No.: 1129/2021

Place: Mumbai
Date: 29.05.2024

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

'Annexure A'

To,
The Members
Ipca Laboratories Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Parikh & Associates
Company Secretaries

Jigyasa N. Ved
Partner
FCS No: 6488 CP No: 6018
UDIN: F006488F000479994
PR No.: 1129/2021

Place: Mumbai
Date: 29.05.2024

INDEPENDENT AUDITOR’S REPORT

To the Members of Ipca Laboratories Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Ipca Laboratories Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of Material Accounting Policy information and other explanatory information (hereinafter referred to as “the Standalone Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit (including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules framed thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements of the current year. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr No	Key Audit Matter	Auditors’ Response
1.	<p><u>Inventory Valuation</u></p> <p>The Company manufactures and sells pharmaceutical products which carry shelf life. As a result, significant level of judgement is involved in estimating inventory valuation. Judgement is required to assess the appropriate net realisable value for short dated raw material and pharmaceutical products. Such judgements include management expectations for future sales and inventory liquidation plans.</p>	<p><u>Our procedures included, amongst others:</u></p> <ul style="list-style-type: none"> • We attended stock counts to identify whether any inventory was obsolete, • We assessed the basis for the inventory valuation, the consistency in policy and the rationale in its application, • We tested the accuracy of the ageing of inventories based on system generated reports, • We reviewed the testing done for net realizable value of inventories and future plans for consumptions; • We tested the arithmetical accuracy of valuation files; and • We reviewed product-wise historical data relating to sales return etc. and also its impact on valuation. • We have assessed the adequacy of disclosure in the Standalone Financial Statements.

Sr No	Key Audit Matter	Auditors' Response
2.	<p><u>Impairment of Property, plant & equipment</u></p> <p>There is a risk of impairment of the Company's Property, plant and equipment (PPE) on account of inherent nature of the PPE and the business environment in which the Company operates. As on March 31, 2024 the carrying amount of PPE & CWIP was Rs. 2,645.38 crores which represent 30.55 % of total assets. The Management determines at the end of each reporting period the existence of any objective evidence that the Company's PPE may be impaired. If there are indicators of impairment of class of assets, the deficit between the recoverable amount of the PPE and its carrying amount would be recognised as impairment loss in profit or loss. The process of identifying indicators of impairment and determining the recoverable amount of the PPE by the Management requires significant judgement and estimation. The determination of the recoverable amounts inter alia requires estimates of forecasted revenues, growth rates, profit margins, tax rates and discount rates.</p>	<p><u>Our procedures included, amongst others:</u></p> <ul style="list-style-type: none"> • We assessed the determination of the recoverable amount of the PPE based on our understanding of the nature of the Company's business and the economic environment surrounding its operations. • We reviewed the Company's historical performances and held discussions with the Management to understand their assessment of the Company's future performance. • This included obtaining an understanding of management's planned strategies around business expansion and revenue growth strategies. • We also reviewed performance of individual units and carried out analytical review of relevant data. • We discussed with the management the matter relating to the determination of the value in use of the PPE at the various plants. • We evaluated the sensitivity of the outcomes by considering the downside scenarios against changes to the key assumptions. • We also assessed the adequacy of the related disclosures in the notes to the Standalone Financial Statements.
3.	<p><u>Assessment of Impairment of Investment made in and Loans given to the subsidiaries company, joint ventures and associates.</u></p> <p>Management is required to review regularly whether there are any indicators of impairment of such investments / loans by reference to the requirements under Ind AS and perform its impairment assessment by comparing the carrying value of these investments made/ loans given to their recoverable amount to determine whether impairment needs to be recognized.</p> <p>For impairment testing, value in use has to be determined by forecasting and discounting future cash flows of subsidiaries, Joint ventures and associates.</p> <p>Further, the value in use is highly sensitive to changes in critical variable used for forecasting the future cash flows including market projections for revenues and discounting rates.</p> <p>The determination of the recoverable amount from subsidiary company involves management estimates and judgement which may affect the outcome.</p> <p>So, there is an inherent risk in the valuation of investment / recoverability of loans, due to the use of estimates and judgements mentioned above and. Accordingly, the assessment of impairment of investment/loans in subsidiary company has been determined as a key audit matter.</p>	<p><u>Our Audit Procedures included the following :-</u></p> <ul style="list-style-type: none"> • We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate. • Our substantive testing procedures included evaluation of appropriateness of management assumption whether any indicators of loss allowances and impairment existed by verifying a discounted cash flow model prepared by the Management of the Company. • We have tested the reasonableness of key assumptions, including revenue, profit and cash flow growth rates, terminal value and the selection of discount rates management has applied. • We performed our own independent sensitivity analysis to understand the impact of reasonable changes in management assumptions. • Independent assessment of the future cash flows and assessing the appropriateness of the future cash flows estimated. In making this assessment, we also evaluated the objectivity, independence and competency of specialists involved in the process; • Assessing the assumptions around the key drivers of the revenue projections, future cash flow, discount rates / weighted average cost of capital that were used by the management. • Management evaluation of recoverability of loans and granted to its subsidiaries company, joint ventures and associates. • Test the arithmetical accuracy.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the Other Information. The other information comprises the information included in the Company's Annual Report but does not include the Standalone and Consolidated Financial Statements and our Independent Auditors' Report thereon. We have read the Director's Report forming part of the Annual Report which was provided to us and found the same to be in order. However, the other contents of the Annual Report are expected to be made available to us after the date of this report.

Our opinion on the Standalone Financial Statements does not cover the Other Information and we do not and will not express any form of assurance or conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the Other Information identified above and, in doing so, consider whether the Other Information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Substantial portion of the Other Information has not been made available to us till the date of this report. We will read the Other Information as and when it is made available to us and if conclude that there is a material misstatement, we are required to communicate the matter with those charged with governance and take necessary steps as may be required thereafter.

Responsibilities of Management and those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of "the Act" with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act and relevant provisions of the Act..

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone 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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our

conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statement.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current year and are therefore the Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in paragraph 2(i)(vi) below relating to reporting under rule 11(g) of the Companies (Audit and Auditors) Rule 2014, as amended.
 - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With reference to maintenance of accounts and other matter therewith, reference is invited to paragraph 2(b) above on reporting under section 143(3)(b) and para 2(i)(vi) below relating to reporting under rule 11(g) of the Companies (Audit and Auditors) Rule 2014, as amended.
 - g. With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

- i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 38 to the standalone financial statements,
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were material foreseeable losses,
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company
 - iv. (a) The management has represented that, to the best of their knowledge and belief other than as disclosed in Note No. 4(6)(l) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.
 - (b) The management has represented that, to the best of its knowledge and belief no funds have been received by the company from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries as disclosed in Note No. 4 (6)(m) to the financial statements.
 - (c) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv(a)) and (iv(b)) above contain any material misstatement.
- v. In the matter of interim dividend declared and paid during the year, the Company is in compliance with section 123 of the Act.
- vi. Based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2023, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further audit trail feature is not enabled for direct changes to data when using certain access rights, as described in note 46 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 01, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For **Natvarlal Vepari & Co.**
Chartered Accountants
Firm Registration No- 106971W

N Jayendran
Partner

M. No. 040441

UDIN: 24040441BKFTHB3187

Mumbai,
Dated: May 29, 2024

Annexure A to the Independent Auditors' Report (Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Ipca Laboratories Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we state that:

- (i) a. (A) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment and relevant details of right of use.
- (B) The company has maintained proper records showing full particulars of intangible assets.
- b. The Company has a regular programme of physical verification of Property, plant and equipment by which all Property, plant and equipment of the Company are being verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and nature of its business. Pursuant to the program, a portion of Property, plant and equipment has been physically verified by the Management during the year and no material discrepancies were noticed on verification conducted during the year as compared with the book records.
- c. We have verified the title deeds of all the immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the Standalone Financial Statements and included under Property, Plant and Equipment and based on such verification and as per the confirmation received from the Security trustees of the Lenders, we confirm that the same are held in the name of the company except;

Description of property	Gross carrying value (Rs in Crores)	Held in name of	Whether promoter, director or their relative or employee	Period Held	Reason for not being held in name of company
Leasehold Land	13.77	Ramdev Chemicals Private Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress.
Buildings	21.37				
Leasehold Land	0.09	Tonira Exports Limited			
Buildings	0.05				

- d. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- e. There are no proceedings initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. On the basis of examination of records, we are of the opinion that the coverage and procedure of such verification is appropriate and that no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification. The discrepancies wherever noted have been properly dealt with in the books of account of the Company.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks are in agreement with the books of account of the Company.
- (iii) During the year, the Company has made investments in companies, firms, Limited Liability Partnerships and granted unsecured loans to

other parties in respect of which;

- (a) The Company has granted unsecured loans to its associates, joint ventures and others during the year. The details are as under;

Particulars	Guarantee	Security	Loans	Advances in the Nature of Loans
Aggregate amount granted /provided during the year	-	-	14.28	-
- Subsidiaries	-	-	-	-
- Joint Ventures	-	-	-	-
- Associates	-	-	10.50	-
- Others	-	-	3.78	-
Balance outstanding as at balance sheet date in respect of such cases				
- Subsidiaries	-	-	-	-
- Joint Ventures	-	-	11.10	-
- Associates	-	-	81.00	-
- Others	-	-	1.53	-

- (b) The investments made during the year, and the terms and conditions of the grant of all loans are prima facie, not prejudicial to the company's interest.
- (c) In respect of loans granted by the Company during the year, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of principal amounts and receipts of interest have generally been regular as per stipulation except in case of following

Name of the entity	Rs in Crores	Payment Date	Due date	Extent of delay	Remarks, if any
Avik Pharmaceuticals Limited	0.10	18-04-2023	31-03-2023	18	Mar 2023
	0.13	15-06-2023	30-04-2023	46	April 2023
	0.08	15-06-2023	31-05-2023	15	May 2023
	0.10	18-07-2023	30-06-2023	18	June 2023
	0.10	18-08-2023	31-07-2023	18	July 2023
	0.10	04-10-2023	31-08-2023	34	Aug 2023
	0.10	12-10-2023	30-09-2023	12	Sept 2023
	0.10	08-11-2023	31-10-2023	8	Oct 2023
	0.10	19-12-2023	30-11-2023	19	Nov 2023
	0.10	17-01-2024	31-12-2023	17	Dec 2023
	0.10	08-02-2024	31-01-2024	8	Jan 2024
	0.09	05-04-2024	29-02-2024	36	Feb 2024
	0.09	05-04-2024	31-03-2024	5	Mar 2024
Krebs Biochemicals and Industries Limited	4.98	Not Paid	April 21 till March 2023	Not paid	Opening
	0.81		30-06-2023		June 23
	0.87		30-09-2023		Sept 23
	0.88		31-12-2023		Dec 23
	0.92		31-03-2024		March 24

- (d) There is no overdue amount for more than ninety days in respect of loans given except in case of Krebs Biochemicals and Industries Limited where interest is due for more than 90 days amounting to Rs 7.55 crores.
- (e) There has been no loan or advance in the nature of loan granted which has fallen due during the year and, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties except in case of one Joint venture Avik Pharmaceuticals Ltd., where the Company has set the stipulated terms of loans which was hitherto without any terms of repayment. Total outstanding amount of such loan at the time of renewal was Rs 12.07 crores.

- (f) During the year, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) The company has complied with the provisions of section 185 and 186 of the Act with respect of loans granted, investments made, guarantees and security provided to the extent applicable.
- (v) The Company has not accepted deposits from the public or amounts that are deemed to be deposits pursuant to sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder. Accordingly, para 3(v) of the Order is not applicable. We are informed by the management, that no order that has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other tribunal in respect of the said sections.
- (vi) The maintenance of the cost records under the sub-section (1) of section 148 of the Act has been prescribed and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, carried out a detailed examination of the records to ascertain whether they are accurate or complete.
- (vii) (a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Act, Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amount payable in respect of the aforesaid dues were outstanding as at March 31, 2024 for a period of more than six months from the date they became payable.
- (b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute except as given below:

Name of Statute	Nature of dues	Amount (In Crores)	Period to which Amount relates	Forum where dispute is pending
Excise Duty	Excise duty (including interest and penalty, as applicable)	0.20	2019-20	Commissionerate (Appeal) Surat
Excise Duty	Excise duty (including interest and penalty, as applicable)	4.15	2001-02	High Court, Gujrat
Service Tax	Service tax (including interest and penalty, as applicable)	0.64	2006-07 & 2007-08	Addl. Commissioner, CGST & Central Excise, Ujjain (M.P.)
Service Tax	Service tax (including interest and penalty, as applicable)	0.23	April'08 to Nov'08	Addl. Commissioner, CGST & Central Excise, Ujjain (M.P.)
Service Tax	Service tax (including interest and penalty, as applicable)	0.19	June, 2017	Dy./Asst. Commissioner, Central GST & CE, Vadodara
Service Tax	Service tax (including interest and penalty, as applicable)	0.26	23.04.2017 to 30.06.2017	Dy./ Asst. Commissioner, Central GST & CE, Vadodara
Service Tax	Service tax (including interest and penalty, as applicable)	0.00**	2006-07	Dy.Commissioner, Central Excise, Indore (M.P.)
Service Tax	Service tax (including interest and penalty, as applicable)	4.80	July'12 to Sept'13	CESTAT, Mumbai
Sales Tax	Sales tax (including interest and penalty, as applicable)	0.07	2006-07	Gujrat VAT Tribunal, Ahmedabad
Sales Tax	Sales tax (including interest and penalty, as applicable)	0.28	2006-07	Additional Commercial Commissioner Ahmedabad
Sales Tax	Sales tax (including interest and penalty, as applicable)	0.01	2014-15	Sales tax department
Sales Tax	Sales tax (including interest and penalty, as applicable)	0.00**	2014-15	The Add. Commissioner Commercial Tax Indore (M.P.)
GST	GST (Including interest and penalty, as applicable)	0.02	2017-18	Appeal before the appellate authority
GST	GST (Including interest and penalty, as applicable)	0.02	2019-20	Appeal before he appellate authority
GST	GST (Including interest and penalty, as applicable)	0.49	Dec-17	Appeal before Commissioner (Appeals) CGST & Customs (Jaipur)

Name of Statute	Nature of dues	Amount (In Crores)	Period to which Amount relates	Forum where dispute is pending
GST	GST (Including interest and penalty, as applicable)	0.15	2020-21	Assistant Commissioner of State Tax, Raipur Division
GST	GST (Including interest and penalty, as applicable)	0.08	2017-18	Deputy Commissioner of State Tax (Appeal)
GST	GST (Including interest and penalty, as applicable)	1.34	July 2017 to March 2020	Assistant Commissioner, CGST & CX, Thane
GST	GST (Including interest and penalty, as applicable)	0.93	April 2018-March 2019	Deputy Commissioner of Central Tax (Appeal)
GST	GST (Including interest and penalty, as applicable)	0.51	April 2018-March 2019	Assistant Commissioner, Central Tax Bengaluru South.
GST	GST (Including interest and penalty, as applicable)	0.03	October 2017-December 2017	Additional Commissioner of Central Tax (Appeals), Bangalore
GST	GST (Including interest and penalty, as applicable)	0.30	April 2018-March 2019	Assistant Commissioner (ST) Porur Assessment Circle
GST	GST (Including interest and penalty, as applicable)	0.78	July 2017-March 2018	Commissioner of Central Tax (Appeals), Bangalore
Income Tax	Income Tax & Interest thereon	0.00**	A.Y.2010-11	ITAT, Ahmedabad
Income Tax	Penalty	3.80	A.Y.2009-10	Appeal filed before CIT(A)
Income Tax	Penalty	0.25	A.Y.2020-21	Appeal filed before CIT(A)
Income Tax	Penalty	0.78	A.Y.2012-13	Appeal filed before CIT(A)
Income Tax	Income Tax & Interest thereon	0.09	A.Y.2017-18	Appeal filed before CIT(A)
Income Tax	Income Tax & Interest thereon	0.51	A.Y.2016-17	Appeal filed before CIT(A)
Income Tax	Income Tax & Interest thereon	0.41	A.Y.2018-19	Appeal filed before CIT(A)
Income Tax	Income Tax & Interest thereon	9.11	A.Y.2018-19	Appeal filed before CIT(A)
Income Tax	Income Tax & Interest thereon	0.44	A.Y.2019-20	Appeal filed before CIT(A)
Total		30.87		

The above amounts are net of deposits made by the Company under protest of Rs. 2.61 crores.

** Balances with values below the rounding off norm adopted by the Company have been reflected as "0.00"

- (viii) There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The company has not delayed or defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or any other lender.
- (c) The company has applied the money obtained by way of term loans during the year for the purposes for which they were obtained.
- (d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, paragraph 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised monies by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures fully or partly or optionally during the year under audit.
- (xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule

13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report and hence clause 3(xi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the company.

- (c) We have taken into consideration the whistle blower complaints received by the company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a Nidhi Company and hence clauses 3(xii)(a), 3(xii) (b) and 3(xii)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xiii) All transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 in so far as our examination of the proceedings of the meetings of the Audit Committee and Board of Directors are concerned. The details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable Accounting Standards.
- (xiv) (a) The company has an internal audit system commensurate with the size and nature of its business.
 (b) We have considered the internal audit reports of the company issued during the year and till date, for the period under audit.
- (xv) The company has not entered into any non-cash transactions with its directors or persons connected with its directors.
- (xvi) a) The nature of business and the activities of the Company are such that the Company is not required to obtain registration under section 45-IA of the Reserve Bank of India Act 1934 and hence sub-clause 3(xvi)(a), 3(xvi)(b) and 3(xvi)(c) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
 b) The Group has one Core Investment Company.
- (xvii) The Company has not incurred cash losses during the current financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly clause (3)(xviii) Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, the company do not have to transfer any unspent amount to a Fund specified in Schedule VII to the Companies Act, 2013.
 (b) In respect of ongoing projects, the company has transferred unspent amount to a special account, within a period of thirty days from the end of the financial year in compliance with section 135(6) of the said Act.

Financial Year	Amount unspent on Corporate Social Responsibility Activities for "Ongoing Projects"	Amount Transferred to Special Account within 30 days from the end of the Financial Year	Amount Transferred after the due date (specify the date of deposit)
2023-24	1.07 Crores	1.07 Crores	NIL

For **Natvarlal Vepari & Co.**
 Chartered Accountants
 Firm Registration No- 106971W

N Jayendran
 Partner

M. No. 040441

UDIN: 24040441BKFTHB3187

Mumbai,
 Dated: May 29, 2024

Annexure - B to the Auditors' Report (Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Ipca Laboratories Limited of even date)

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Standalone Financial Statements of Ipca Laboratories Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statement of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of Internal Financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to Standalone Financial Statements may become inadequate because of changes

in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone financial statements were operating effectively as at March 31, 2024, based on the internal control with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Natvarlal Vepari & Co.**
Chartered Accountants
Firm Registration No- 106971W

Mumbai,
Dated: May 29, 2024

N Jayendran
Partner
M. No. 040441
UDIN: 24040441BKFTHB3187

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837

Standalone Balance Sheet as at March 31, 2024

Particulars	Note Ref.	As at Mar 31, 2024 (₹ Crores)	As at Mar 31, 2023 (₹ Crores)
ASSETS			
1. Non-current assets			
(a) Property, plant & equipment	3	2,479.79	2,435.63
(b) Capital work-in-progress	3A	165.59	114.31
(c) Goodwill	3B	7.77	7.77
(d) Other intangible assets	3C	13.70	16.31
(e) Intangible assets under development		9.61	8.71
(f) Right of use assets	34	22.30	18.95
(g) Biological Assets other than bearer plant	8A	0.14	-
(h) Financial assets			
(i) Investments in Subsidiary/ Joint Venture/ Associate	4	2,224.96	708.00
(ii) Other investments	4A	18.60	25.41
(iii) Loans	5	88.20	115.86
(iv) Others	6	79.44	70.19
(i) Other non-current assets	7	39.28	50.68
Total Non-current assets		5,149.38	3,571.82
2. Current assets			
(a) Inventories	8	1,675.34	1,660.13
(b) Biological Assets	8A	1.75	-
(c) Financial assets			
(i) Investments	4B	410.60	323.32
(ii) Trade receivables	9	1,027.40	925.90
(iii) Cash and cash equivalents	10	108.27	1,183.70
(iv) Bank balances other than (iii) above	11	4.65	522.36
(v) Loans	5	5.43	1.03
(vi) Others	6	73.95	95.19
(d) Current tax assets (net)		-	-
(e) Other current assets	7	202.50	163.52
Total Current assets		3,509.89	4,875.15
Total Assets		8,659.27	8,446.97
EQUITY & LIABILITIES			
Equity			
(a) Equity share capital	12	25.37	25.37
(b) Other equity	13	6,323.34	5,851.93
Total Equity		6,348.71	5,877.30
Liabilities			
1. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	542.19	651.78
(ii) Lease Liabilities	34	14.50	13.81
(iii) Other financial liabilities	15	-	-
(b) Provisions	16	50.49	46.57
(c) Deferred tax liabilities (net)	17	183.09	179.45
(d) Other non-current liabilities	18	0.12	0.28
Total Non-current liabilities		790.39	891.89
2. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	590.72	770.83
(ii) Lease Liabilities	34	4.41	3.96
(iii) Trade payables:	20		
Dues of Micro & small enterprises		66.05	123.62
Dues of Others		356.69	327.22
(iv) Other financial liabilities	15	303.20	258.76
(b) Provisions	16	109.08	107.87
(c) Other current liabilities	18	56.54	63.77
(d) Current tax liabilities (net)	21	33.48	21.75
Total Current liabilities		1,520.17	1,677.78
Total Equity and Liabilities		8,659.27	8,446.97

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached

For **Natvarlal Vepari & Co**

Chartered Accountants

Firm's Registration No. 106971W

N. Jayendran

Partner

Membership No. 040441

Mumbai

May 29, 2024

For and on behalf of the Board of Directors

Premchand Godha

Executive Chairman (DIN 00012691)

Ajit Kumar Jain

Managing Director and CFO (DIN 00012657)

Pranay Godha

Managing Director and CEO (DIN 00016525)

Prashant Godha

Executive Director (DIN 00012759)

Harish P. Kamath

Company Secretary (ACS - 6792)

May 29, 2024

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837

Standalone Statement of Profit and Loss for the year ended March 31, 2024

Particulars	Note Ref.	2023-24 (₹ Crores)	2022-23 (₹ Crores)
I. Revenue from operations	22	6,166.46	5,814.62
II. Other income	23	111.29	111.19
III. Total income (I + II)		6,277.75	5,925.81
IV. Expenses:			
Cost of materials consumed	24	1,688.36	1,684.03
Purchase of stock-in-trade	25	345.21	280.91
Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	(55.19)	104.09
Employee benefit expenses	27	1,336.19	1,193.39
Finance cost	28	120.67	43.92
Depreciation & amortization	29	246.48	228.63
Other expenses	30	1,640.51	1,640.35
Total expenses (IV)		5,322.23	5,175.32
V. Profit before exceptional items & tax (III-IV)		955.52	750.49
VI. Exceptional items : (Income)/ Expenses	31	133.36	-
VII. Profit after exceptional item & before tax (V-VI)		822.16	750.49
VIII. Tax expense	32		
1. Current tax		291.00	223.95
2. Short / (excess) provision of taxes for earlier years		(2.99)	-
3. Deferred tax liability / (asset)		3.74	20.84
		291.75	244.79
IX. Profit for the period (VII-VIII)		530.41	505.70
X. Other comprehensive income			
A Items that will not be reclassified to profit or loss :			
a. Actuarial gain / (loss)		(1.85)	(2.75)
Tax effects thereon		0.46	0.70
b. Fair value change through Other Comprehensive Income		(6.81)	0.23
Tax effects thereon		0.10	(0.10)
B Items that will be reclassified to profit or loss:			
a. Exchange difference in translating the financial statement of foreign operation		(0.21)	(1.31)
Tax effects thereon		0.05	0.35
b. Gain/ (loss) on cash flow hedge		-	0.20
Tax effects thereon		-	-
Other comprehensive income for the year, net of tax		(8.26)	(2.68)
XI. Total comprehensive income for the year (IX+X)		522.15	503.02
XII. Earnings per equity share (Face value of ₹ 1/- each) :	33		
Basic/Diluted before exceptional item (in ₹)		26.16	19.93
Basic/Diluted after exceptional item (in ₹)		20.91	19.93

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 040441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
Ajit Kumar Jain
Managing Director and CFO (DIN 00012657)
Pranay Godha
Managing Director and CEO (DIN 00016525)
Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837

Standalone Cash Flow Statement for the year ended 31st March, 2024

	2023-24 (₹ Crores)	2022-23 (₹ Crores)
A. Cash Flow from Operating Activities		
1) Net profit before taxation and after exceptional items	822.16	750.49
Adjustments for:		
Depreciation, amortization and impairment expense	246.48	228.63
(Profit) / Loss on sale of Property, plant & equipment	1.02	(16.05)
Net (gain)/ loss on financial asset through FVTPL	(1.40)	1.38
Property, plant & equipment scrapped	0.36	2.84
Sundry balances written off/(back)	(0.65)	(1.71)
Provision for doubtful debts / advances	-	(0.28)
Provision for diminution in value of Investments	94.32	-
Bad debts written off	0.66	2.55
Unrealized foreign exchange (gain) / loss	(7.11)	18.57
Fair value changes- Biological assets (gain) / loss	0.57	-
Interest income	(55.76)	(73.76)
Interest expense	120.67	43.92
2) Operating profit before working capital changes	1,221.32	956.58
Decrease / (Increase) in Inventories	(15.21)	119.41
Decrease / (Increase) in Biological Assets	(1.75)	-
Decrease / (Increase) in Trade Receivables	(102.00)	(101.31)
Decrease / (Increase) in Other Financial assets	(2.81)	15.09
Decrease / (Increase) in Other assets	(39.19)	37.56
Increase / (Decrease) in Trade Payables	(28.51)	(40.88)
Increase / (Decrease) in Other Financial liabilities	80.05	7.38
Increase / (Decrease) in Other liabilities	(7.39)	(21.70)
Increase / (Decrease) in Provisions	2.95	5.41
3) Cash generated from operation	1,107.46	977.54
Income tax paid (net)	(276.95)	(215.25)
Net cash from operating activities	830.51	762.29
B. Cash Flow from Investing Activities		
Purchase of Property, plant & equipment including capital Work in progress and Intangible assets	(360.22)	(436.87)
Purchase of Biological Assets	(0.69)	-
Proceeds from Sale of Property, Plant and Equipment	3.75	36.15
Investment in subsidiaries	(1,586.17)	(68.46)
Investment in Associates & Joint Venture	(25.11)	(45.34)
Loan given - Associate & Joint Venture	(10.50)	(139.00)
Loan recovered- Associate & Joint Venture	31.72	46.46
Loan given - Others	-	(34.00)
Loan recovered - Others	2.00	38.40
Movement in other bank balances	517.50	(156.32)
Interest received	72.54	49.37
Net cash from (used in) investing activities	(1,355.18)	(709.61)
C. Cash Flow from Financing Activities		
Increase / (decrease) in short term borrowings	(258.88)	289.58
Proceeds from long-term borrowings	123.71	391.69
Repayment of long-term borrowings	(157.68)	(28.25)
Payment of principal portion of Lease liability	(4.54)	(5.28)
Payment of Interest portion of Lease liability	(1.61)	(1.37)
Interest paid	(115.14)	(38.51)
Dividend & dividend tax paid	(50.74)	(101.48)
Net cash from (used in) financing activities	(464.88)	506.38
Net increase / (decrease) in cash and cash equivalents (A + B + C)	(989.55)	559.06
Cash and cash equivalents at beginning of year	1,504.83	945.77
Cash and cash equivalents at end of period	515.28	1,504.83
Components of cash & cash equivalents:		
Cash and cheques on hand	0.32	0.30
Balance with banks	107.95	1,183.40
Mutual Funds	410.60	323.32
Add / (Less) : Fair value loss/ (gain) on Mutual funds	(3.59)	(2.19)
	407.01	321.13
	515.28	1,504.83

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 040441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
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Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837**Standalone Statement of changes in equity for the year ended March 31, 2024****A. Equity Share Capital (Refer Note 12)**

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	(₹ Crores)	No. of Shares	(₹ Crores)
Balance at the beginning of the year	25,37,04,218	25.37	25,37,04,218	25.37
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the year	25,37,04,218	25.37	25,37,04,218	25.37

B. Other Equity

(₹ Crores)

Particulars	Other Equity									Total
	Reserves and Surplus					Amalgamation adjustment deficit account	Other Comprehensive Income			
	Capital reserve	Securities premium	Other Reserves		Retained earnings		Equity Investments through OCI**	Effective portion of Cash Flow Hedges	Exchange differences on translating the financial statements of foreign operation	
		Capital redemption reserve	General reserve							
Balance as at 01.04.2022	6.59	96.52	0.26	1,310.02	4,076.35	(37.14)	0.12	(0.20)	(2.13)	5,450.39
I) Profit for the year	-	-	-	-	505.70	-	-	-	-	505.70
II) Other Comprehensive Income(net of tax)	-	-	-	-	(2.05)*	-	0.13	0.20	(0.96)	(2.68)
III) Total Comprehensive Income (I+II)	-	-	-	-	503.65	-	0.13	0.20	(0.96)	503.02
Dividends	-	-	-	-	(101.48)	-	-	-	-	(101.48)
Balance as at 31.03.2023	6.59	96.52	0.26	1,310.02	4,478.52	(37.14)	0.25	-	(3.09)	5,851.93
I) Profit for the year	-	-	-	-	530.41	-	-	-	-	530.41
II) Other Comprehensive Income(net of tax)	-	-	-	-	(1.39)*	-	(6.71)	-	(0.16)	(8.26)
III) Total Comprehensive Income (I+II)	-	-	-	-	529.02	-	(6.71)	-	(0.16)	522.15
Dividends***	-	-	-	-	(50.74)	-	-	-	-	(50.74)
Balance as at 31.03.2024	6.59	96.52	0.26	1,310.02	4,956.80	(37.14)	(6.46)	-	(3.25)	6,323.34

* Represents Actuarial Gain/(Loss) on defined benefit obligation (not to be reclassified to P&L).

** Represents fair value of investments through OCI (not to be reclassified to P&L).

*** The Board of Directors, at its meeting held on November 10, 2023, had declared an interim dividend of ₹ 2/- per equity share of ₹ 1/- each. It resulted in an outflow of ₹ 50.74 crores.

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 040441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
Ajit Kumar Jain
Managing Director and CFO (DIN 00012657)
Pranay Godha
Managing Director and CEO (DIN 00016525)
Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

Standalone Statement of Material Accounting Policy Information and Other Explanatory Notes

1. Corporate Information

Ipcalaboratories Limited (CIN L24239MH1949PLC007837) incorporated in the year 1949, is a integrated pharmaceutical company manufacturing and marketing over 350 formulations and 80 API's covering various therapeutic segments. The products of the Company are sold in over 100 countries across the globe. The Company has 18 manufacturing units in India manufacturing API's and formulations for the world market. During the previous year ended March 31, 2023, the Company has merged two wholly owned subsidiary Ramdev Chemicals Private Limited and Tonira Exports Limited with appointed date of April 1, 2022 on pooling of interest method of accounting as per Appendix C of IND AS 103 – Business Combinations as common control merger.

Authorization of Standalone Financial Statements

The Standalone Financial Statements were authorised for issue in accordance with a resolution of the Directors on May 29, 2024.

These financial statements can be amended by the board of directors till they are placed before the share holders and also by the share holders before their approval for adoption.

2. Basis of Preparation and Material Accounting Policy Information

A. Basis of Preparation

a) Statement of compliance

The Standalone Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements have been prepared on a historical cost basis, except for the following :

- a) certain financial assets and liabilities (including derivative instruments) are measured at fair value, and
- b) defined benefit plans - plan assets measured at fair value.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Use of Judgements, Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and reported amounts of revenues and expenses during the period. 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 circumstances surrounding the estimates. Changes in estimates are reflected in the financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

i. Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. The management does not have any unabsorbed losses and therefore there are no judgements being made on this account.

ii. Defined benefit plans (gratuity benefits)

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These inter-alia include the determination of the discount rate, future salary increases, attrition rates and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iii. Useful lives of Property, plant and equipment

The company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods. Presently the PPE are depreciated on the basis of the estimates of useful life carried out by the management which are disclosed as part of the material accounting policy relating to PPE and depreciation.

iv. Impairment of Property, plant and equipment

For property, plant and equipment and intangibles an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or Cash Generating Unit (CGU) recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. In making the estimates of recoverable amounts of Asset or CGU, the management estimates future economic benefits including projections of future profitability which are taken into consideration in evaluating the recoverable amount of Asset or CGU.

v. Impairment of investment

For determining whether the investments in subsidiaries, joint venture and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have estimated the future cash flow, capacity utilization, operating margins and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

vi. Inventories

The Company estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

vii. Recognition and measurement of other Provisions

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

viii. Impairment of Goodwill

The Company estimates the value-in-use of the cash generating units (CGUs) based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rates used for the CGUs represent the weighted average cost of capital and estimated operating margins.

ix. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

B. Material Accounting Policy Information**(a) Current and non-current classification**

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle, or
- It is held primarily for the purpose of trading, or
- It is expected to be realised within twelve months after the reporting period, or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is current when:

- It is expected to be settled in normal operating cycle, or
- It is held primarily for the purpose of trading, or
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Property, Plant and Equipment

- i) Freehold land is carried at historical cost. All other items of Property, plant and equipment are stated at historical cost less depreciation. Cost of acquisition comprises its purchase price including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discount and rebates are deducted in arriving at the purchase price.
- ii) Long-term lease arrangements of land are treated as Property, plant and equipment, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land.
- iii) Stores and spares which meet the definition of Property, plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalised as Property, plant and equipment.
- iv) Capital Work In Progress represents expenditure incurred on capital assets that are under construction or are pending capitalisation and includes project expenses pending allocation. Project expenses pending allocation are apportioned to the Property, Plant and Equipment of the project proportionately on capitalisation.
- v) Cost of borrowing for assets taking substantial time to be ready for use is capitalised for the period up to the time the asset is ready for its intended use. The management estimates a period of 12 months as substantial period for this purpose.
- vi) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.
- vii) The residual useful life of Property, plant & equipment is reviewed at each balance sheet date and adjusted if required in the depreciation rates.
- viii) Bearer Plants are living plants which yield saleable crop. The same is depreciated over a period of 4 years.
- ix) Depreciation methods, estimated useful lives and residual value.

Depreciation on all assets of the Company is charged on straight line method over the useful life of assets mentioned

in Schedule II to the Companies Act, 2013 or the useful life previously assessed by the management based on technical review whichever is lower for the proportionate period of use during the year. Intangible assets are amortised over the economic useful life estimated by the management.

The management's estimated useful life/useful life as per schedule II whichever is lower for the various tangible assets are as follows :

Assets	Estimated useful life (Years)
Leasehold land	Period of Lease
Land Development charges	3
Bearer Plant	4
Buildings	28 to 58
Roads	3 to 10
Plant and equipment and R&D equipment	9 to 22
Office and other equipment	5
Computers	3 to 6
Furniture and fixtures	10
Vehicles	6 to 8
Leasehold improvements	Period of Lease

c) Goodwill

Goodwill represents excess of consideration paid for acquisition of business over the fair value of net assets. Goodwill is not amortised but is tested for impairment at each reporting date.

d) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss in the year it is incurred, unless product's technological feasibility as well as other related conditions have been established, in which case such expenditures are capitalised. The amount capitalised comprises of expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Property, plant and equipment utilised for research and development are capitalised and depreciated in accordance with the policies stated for Property, plant and equipment.

Expenditure on in-licensed development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised, if the cost can be reliably measured, the product or process is technically and commercially feasible and the Company has sufficient resources to complete the development and to use and sell the asset.

The management has estimated the economic useful life for the various intangible assets as follows:

Assets	Estimated useful life (Years)
Brands and trademarks	4
Technical know how	4
Software for internal use	4

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

e) Borrowings

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

f) Impairment of assets

Carrying amount of Tangible assets, Intangible assets, Investments in Subsidiaries, Joint Venture and Associates (which are carried at cost) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Company's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

g) Inventories

Items of inventories are valued at lower of cost or estimated net realisable value as given below:

Raw Materials and Packing Materials	At lower of cost and net realisable value. However, materials and other items held for use in the production are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The cost is determined on First In First Out basis.
Work-in-process and Finished Goods	At lower of cost (material cost net of refundable taxes, labour cost and all manufacturing overheads) and net realisable value.
Traded Goods	Traded Goods are valued at lower of cost and net realisable value.
Stores and Spares	Stores and spare parts are valued at lower of cost computed on First-in-First-out method and net realisable value.

The factors that the Company considers in determining the allowance for slow moving, obsolete and other non-saleable inventory in determining net realisable value include ageing of inventory, estimated shelf life, price changes, introduction of competitive new products and such other related factors.

Cost in case of Raw materials and Packing materials, Stores and Spares and Traded Goods include purchase cost net of refundable taxes and inclusive of other overheads incurred in bringing such items of inventory to its present location and condition but excluding trade discounts, rebates and other similar items.

h) Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits in banks and other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within bank borrowings in current liabilities in the balance sheet.

i) Provisions, contingent liabilities and contingent assets**Provision**

A Provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

j) Retirement and other employee benefits**Provident fund**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Gratuity

Gratuity, a post employment defined benefit obligation is provided on the basis of an actuarial valuation made at the end of each year/period on projected unit credit method. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Compensated absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using Projected Unit Credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia, bonus and performance incentive are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

k) Foreign currencies**Transactions and balances:**

- i. The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.
- ii. Transactions denominated in foreign currency are recorded at the exchange rate on the date of transaction where the settlement of such transactions are taking place at a later date. The exchange gain/loss on settlement / negotiation

during the year is recognised in the Statement of Profit and Loss. In case of advance payment for purchase of assets/goods/services and advance receipt against sales of products/services, all such purchase/sales transaction are recorded at the rate at which such advances are paid/received.

- iii. Foreign currency monetary transactions remaining unsettled at the end of the year are converted at year-end rates. The resultant gain or loss is accounted for in the Statement of Profit and Loss.
- iv. Non-monetary items that are measured at historical cost denominated in foreign currency are translated using exchange rate at the date of transaction.
- v. The overseas trading offices are non-integral operations and the overseas non trading offices are integral operations and are accounted accordingly.

l) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

m) Financial instruments

(i) Financial assets & financial liabilities Initial recognition and measurement

All financial assets and liabilities are recognised initially at fair value other than Trade Receivables which are initially recognized at transaction value.

In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset is treated as cost of acquisition. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost.
- Debt instruments at fair value through other comprehensive income (FVTOCI).
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL).
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 7 details how the entity determines whether there has been a significant increase in credit risk. For trade

receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

De-recognition of financial instruments

A financial asset is de-recognised only when:

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(ii) Derivative financial instruments and hedge accounting Initial recognition and subsequent measurement

The Company uses derivative financial instruments such as forward currency contracts, interest rate swaps to hedge its foreign currency risks, interest rate risks, respectively.

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The purchase contracts that meet the definition of a derivative under Ind AS 109 are recognised in the Statement of Profit and Loss.

Cash flow hedge

The company designates certain foreign exchange forward and options contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the Statement of Profit and Loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the Statement of Profit and Loss.

n) Investments:

Investments in Subsidiaries / Associates / Joint venture

Investments in Subsidiaries / Associates / Joint venture are carried at cost in the separate financial statements.

Investment in LLP

Investment in LLP is carried at Fair Value through OCI(FVTOCI) in the separate financial statements.

o) Revenue recognition

- i) The Company derives revenues primarily from sale of products and services. Revenue from sale of goods is recognised net of returns, product expiry claims and discounts at the amount of transaction price.

Revenue is recognized on satisfaction of performance obligations upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services.

To recognize revenues, the Company applies the following five step approach:

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognize revenues when a performance obligation is satisfied.

Performance obligation may be satisfied over time or at a point in time. Performance obligations satisfied over time if any one of the following criteria is met. In such cases, revenue is recognized over time.

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

Where Revenue is recognized over time, the amount of revenue is determined on the basis of contract costs incurred in relation to estimated contract expenses.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

- ii) Export benefits which are in the nature of neutralisation of duties and taxes are grouped under material costs. Other export incentives are grouped under other operating revenue.
- iii) Revenue in respect of insurance/other claims, commission, etc. are recognised only when it is reasonably certain that the ultimate collection will be made.
- iv) For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR).
- v) Dividend from subsidiaries / associates / joint venture is recognised in the Statement of Profit and Loss in separate financial statements when the parent company's right to receive the dividend is established.

p) Taxes

Tax expenses comprise Current Tax and Deferred Tax.

i) Current tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable

to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

ii) **Deferred tax**

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Standalone Financial Statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

q) **Leases**

Company as a lessee

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease Liabilities

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset.

Lease liabilities and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

r) Earnings per share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

s) Dividend distribution

Dividend distribution to the Company's equity holders is recognized as a liability in the Company's annual accounts in the year in which the dividends are approved by the Company's equity holders.

t) Recent pronouncements

There have been no recent accounting pronouncements made by Ministry of Corporate Affairs relating to the Companies (Indian Accounting Standards) Rules, 2015.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

3 Property, Plant & Equipment

Particulars	(₹ Crores)											Total				
	Freehold Land	Leasehold Land	Land Development Charges	Building	Plant & equipment	Office & other equipment	Effluent treatment plant	Furniture & Fixture	Vehicles	Lease Hold Improve-ment	Biological Assets-Bearer plants		R&D building	R&D equipment	R&D furniture	
Gross Block																
As on April 01, 2022	94.65	113.66	-	666.86	1,989.39	30.05	109.82	59.73	22.33	-	-	4.07	156.95	2.91	3,250.42	
Additions	1.87	-	-	85.82	404.32	3.55	17.78	7.44	7.68	0.79	-	0.03	24.85	0.18	554.31	
Disposals/Adjustments	(3.67)	-	-	(2.65)	(17.14)	(1.01)	(0.01)	0.02	(1.56)	-	-	(0.01)	(3.59)	(0.17)	(29.79)	
As on March 31, 2023	92.85	113.66	-	750.03	2,376.57	32.59	127.59	67.19	28.45	0.79	-	4.09	178.21	2.92	3,774.94	
Additions	0.02	9.57	3.37	27.22	216.17	3.45	5.98	5.91	4.88	0.44	0.33	0.32	9.68	0.25	287.59	
Disposals/Adjustments	-	-	-	(0.21)	(10.52)	(0.19)	(0.04)	0.01	(0.61)	-	-	(0.54)	(7.58)	(0.24)	(19.92)	
As on March 31, 2024	92.87	123.23	3.37	777.04	2,582.22	35.85	133.53	73.11	32.72	1.23	0.33	3.87	180.31	2.93	4,042.61	
Accumulated Depreciation/ Amortization																
As on April 01, 2022	-	13.35	-	123.89	791.72	22.07	45.43	37.04	13.72	-	-	1.22	95.21	1.80	1,145.45	
Charge for the year	-	3.59	-	23.00	149.44	2.30	8.03	5.75	2.50	0.09	-	0.19	15.03	0.24	210.16	
Disposals/Adjustments	-	-	-	(0.60)	(10.07)	(0.94)	(0.01)	0.01	(1.17)	-	-	-	(3.39)	(0.13)	(16.30)	
As on March 31, 2023	-	16.94	-	146.29	931.09	23.43	53.45	42.80	15.05	0.09	-	1.41	106.85	1.91	1,339.31	
Charge for the year	-	3.69	0.91	25.72	164.66	2.77	8.14	5.93	3.06	0.25	0.06	0.19	14.10	0.23	229.71	
Disposals/Adjustments	-	-	-	-	(4.74)	(0.18)	(0.03)	0.02	(0.45)	-	(0.01)	(0.03)	(0.71)	(0.07)	(6.20)	
As on March 31, 2024	-	20.63	0.91	172.01	1,091.01	26.02	61.56	48.75	17.66	0.34	0.05	1.57	120.24	2.07	1,562.82	
Net Block as on March 31, 2023	92.85	96.72	-	603.74	1,445.48	9.16	74.14	24.39	13.40	0.70	-	2.68	71.36	1.01	2,435.63	
Net Block as on March 31, 2024	92.87	102.60	2.46	605.03	1,491.21	9.83	71.97	24.36	15.06	0.89	0.28	2.30	60.07	0.86	2,479.79	

Notes:

- (i) Buildings include cost of shares in Co-operative societies.
(ii) Out of total depreciation above, Rs 0.38 crores is capitalised to Capital Work in Progress.

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

(iii) The above includes the Company's investments in renewable source of energy for captive consumption. The details are as under :

(₹ Crores)

Particulars	Freehold Land	Building *	Equipment	Total
Gross Block				
As on April 01, 2022	9.96	0.11	35.14	45.21
Additions	0.15	3.26	111.40	114.81
Disposals/Adjustments	-	-	-	-
As on March 31, 2023	10.11	3.37	146.54	160.02
Additions	0.02	0.17	1.27	1.46
Disposals/Adjustments	-	-	0.06	0.06
As on March 31, 2024	10.13	3.54	147.87	161.54
Accumulated Depreciation/ Amortization				
As on April 01, 2022	-	-	2.70	2.70
Charge for the year	-	-	1.53	1.53
Disposals/Adjustments	-	-	-	-
As on March 31, 2023	-	-	4.23	4.23
Charge for the year	-	0.13	6.37	6.50
Disposals/Adjustments	-	-	-	-
As on March 31, 2024	-	0.13	10.60	10.73
Net Block as on March 31, 2023	10.11	3.37	142.31	155.79
Net Block as on March 31, 2024	10.13	3.41	137.27	150.81

* Depreciation on building during 2022-23 is Rs. 39,460/-

(iv) Additional disclosure in view of amendments to the Schedule III to the Companies Act, 2013 vide Notification dated 24th March, 2021:

(i) Title deeds of Immovable Properties not held in name of the Company as on 31.03.2024

(₹ Crores)

Particulars	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, plant & equipment	Leasehold Land	13.77	Ramdev Chemical Private Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	21.37				
Property, plant & equipment	Leasehold Land	0.09	Tonira Exports Limited	No		
	Buildings	0.05				

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

(ii) Title deeds of Immovable Properties not held in name of the Company as on 31.03.2023

(₹ Crores)

Particulars	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, plant & equipment	Leasehold Land	13.77	Ramdev Chemical Private Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	21.37				
Property, plant & equipment	Leasehold Land	0.09	Tonira Exports Limited	No		
	Buildings	0.05				

3A Capital-Work-in Progress (CWIP)

(i) Movement in Capital-Work-in Progress (CWIP) is as under:

(₹ Crores)

Sr. no.	Particulars	Opening balance	Addition during the year	Capitalized during the year	Closing balance
1	For the year 2023-24	114.31	338.87	(287.59)	165.59
2	For the year 2022-23	293.37	375.25	(554.31)	114.31

(ii) Capital-Work-in Progress (CWIP) as on 31.03.2024, ageing schedule is as under:

(₹ Crores)

Sr. no.	CWIP	Amount in CWIP for a period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress	138.70	19.62	0.69	0.13	159.14
2	Projects temporarily suspended	-	0.43	3.21	2.81	6.45
	Total	138.70	20.05	3.90	2.94	165.59

(iii) Completion Schedule in respect of Capital-Work-in Progress (CWIP) as on 31.03.2024, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Sr. No.	CWIP Project details	To be completed in				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress:					
i)	Biosimilar Manufacturing Facility - Pithampur	100.81	-	-	-	100.81
ii)	Projects: Individual project costing less than Rs. 10 Crores at various manufacturing locations.	23.25	-	-	-	23.25
	Total	124.06	-	-	-	124.06
2	Projects Temporarily suspended:					
i)	Various small projects	6.45	-	-	-	6.45
	Total	6.45	-	-	-	6.45
	Grand Total	130.51	-	-	-	130.51

(iv) Capital-Work-in Progress (CWIP) as on 31.03.2023, ageing schedule is as under:

(₹ Crores)

Sr. No.	CWIP	Amount in CWIP for a period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress	99.36	9.24	3.57	0.04	112.21
2	Projects Temporarily suspended	-	0.06	0.20	1.84	2.10
	Total	99.36	9.30	3.77	1.88	114.31

(v) Completion Schedule in respect of Capital-Work-in Progress (CWIP) as on 31.03.2023, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Sr. No.	CWIP Project details	To be completed in				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress:					
i)	Installation of packing lines at SEZ, Pithampur.	-	-	-	-	-
ii)	Other Projects: Individual project costing less than Rs. 10 Crores at various manufacturing locations.	37.13	-	-	-	37.13
	Total	37.13	-	-	-	37.13
2	Projects Temporarily suspended:					
i)	Various small projects	0.24	-	-	1.84	2.08
	Total	0.24	-	-	1.84	2.08
	Grand Total	37.37	-	-	1.84	39.21

3B Goodwill

The Goodwill represents the excess of the consideration paid over the fair value of assets and liabilities of industrial undertaking situated at Mahad and Aurangabad Unit-II. This Goodwill is being tested for impairment at each balance sheet date.

(₹ Crores)

Particulars	Amount
Gross Block	
As on April 1, 2022	7.77
Additions	-
Disposals/Adjustments	-
As on March 31, 2023	7.77
Additions	-
Disposals/Adjustments	-
As on March 31, 2024	7.77
Accumulated Impairment	
As on April 1, 2022	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2023	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2024	-
Net Block as on March 31, 2023	7.77
Net Block as on March 31, 2024	7.77

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**3C Other Intangible Assets**

(₹ Crores)

Particulars	Software	Brand / Trade Mark	Know-How	Software - R&D	Total
Gross Block					
As on April 1, 2022	53.19	5.85	13.01	4.35	76.40
Additions	5.20	-	-	0.66	5.86
Disposals/Adjustments	(2.08)	-	-	(1.72)	(3.80)
As on March 31, 2023	56.31	5.85	13.01	3.29	78.46
Additions	5.24	-	-	1.36	6.60
Disposals/Adjustments	(0.81)	-	-	-	(0.81)
As on March 31, 2024	60.74	5.85	13.01	4.65	84.25
Accumulated Depreciation / Amortization					
As on April 1, 2022	37.58	5.44	9.74	3.55	56.31
Charge for the year	7.27	-	1.87	0.36	9.50
Disposals/Adjustments	(2.02)	-	-	(1.64)	(3.66)
As on March 31, 2023	42.83	5.44	11.61	2.27	62.15
Charge for the year	7.34	-	0.56	0.50	8.40
Disposals/Adjustments	-	-	-	-	-
As on March 31, 2024	50.17	5.44	12.17	2.77	70.55
Net Block as on March 31, 2023	13.48	0.41	1.40	1.02	16.31
Net Block as on March 31, 2024	10.57	0.41	0.84	1.88	13.70

Range of remaining period of amortization as at March 31, 2024 of Intangible assets is as below :

(₹ Crores)

Assets	Range of remaining period of amortization			
	< 5 year	5-10 year	>10 year	Net Block
Software	10.57	-	-	10.57
Brand / Trade Mark	0.41	-	-	0.41
Know-How	0.84	-	-	0.84
Software - R&D	1.88	-	-	1.88
Total	13.70	-	-	13.70

Range of remaining period of amortization as at March 31, 2023 of Intangible assets is as below :

(₹ Crores)

Assets	Range of remaining period of amortization			
	< 5 year	5-10 year	>10 year	Net Block
Software	13.48	-	-	13.48
Brand / Trade Mark	0.41	-	-	0.41
Know-How	1.40	-	-	1.40
Software - R&D	1.02	-	-	1.02
Total	16.31	-	-	16.31

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

Additional disclosure in view of amendments to the Schedule III to the Companies Act, 2013 vide Notification dated 24th March, 2021:

(i) Movement in Intangible assets under development is as under:

(₹ Crores)

Sr. no.	Particulars	Opening balance	Addition during the year	Capitalized during the year	Expensed out during the year	Closing balance
1	For the year 2023-24	8.71	8.54	(6.60)	(1.04)	9.61
2	For the year 2022-23	3.78	10.79	(5.86)	-	8.71

(ii) Intangible assets under development as on 31.03.2024, ageing schedule is as under:

(₹ Crores)

Intangible assets under development	Amount for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2.61	6.00	-	-	8.61
Projects Temporarily suspended	-	-	-	1.00	1.00
Total	2.61	6.00	-	1.00	9.61

(iii) Completion Schedule in respect of Intangible assets under development as on 31.03.2024, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Software installation projects at various locations	0.22	-	-	-	0.22
Projects Temporarily suspended	-	-	-	1.00	1.00
Total	0.22	-	-	1.00	1.22

(iv) Intangible assets under development as on 31.03.2023, ageing schedule is as under:

(₹ Crores)

Intangible assets under development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.40	1.31	-	-	8.71
Projects Temporarily suspended	-	-	-	-	-
Total	7.40	1.31	-	-	8.71

(v) Completion Schedule in respect of Intangible assets under development as on 31.03.2023, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Software installation projects at various locations	-	-	-	-	-
Total	-	-	-	-	-

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

4 Financial Assets - Investments

(₹ Crores)

Sr. no.	Particulars	As at March 31, 2024	As at March 31, 2023
4	Investments in subsidiary / joint venture / associate (At cost)		
(i)	Equity instrument in subsidiaries	1,645.78	102.93
(ii)	Preference shares in subsidiaries	344.87	301.55
(iii)	Equity instrument in joint venture	166.44	132.96
(iv)	Convertible Share Warrants in Joint venture	9.07	17.44
(v)	Investment in associates	208.77	208.77
(vi)	Provision for diminution in the value Investments	(149.97)	(55.65)
	Total	2,224.96	708.00
4A	Other Non-current investments		
(i)	Investment in equity (At FVTPL)	0.04	0.04
(ii)	Investment in LLP (At FVTOCI)	18.56	25.37
	Total	18.60	25.41
4B	Current investments (At FVTPL)		
(i)	Investment in mutual fund	410.60	323.32
	Total	410.60	323.32

4 Investment in Subsidiary / Joint Venture / Associate

Sr. no.	Name of the body corporate	Relationship	Face value	Extent of holding (%)		(₹ Crores)	
				No. of shares		As at March 31, 2024	As at March 31, 2023
				As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Non-current investment							
1	Investment in Subsidiaries						
i)	Investment in equity instruments (at cost - Unquoted)						
1	Ipca Pharmaceuticals, Inc. USA	Subsidiary	No Par Value	100.00%	100.00%	9.31	9.31
				1,000	1,000		
2	Ipca Laboratories (U.K.) Ltd.,U.K.	Subsidiary	STG 1	100.00%	100.00%	8.08	8.08
				9,14,186	9,14,186		
3	Ipca Pharma Nigeria Ltd. Nigeria	Subsidiary	Niara 1	100.00%	100.00%	2.82	2.82
				5,15,89,190	5,15,89,190		
4	Ipca Pharma (Australia) Pty Ltd. Australia	Subsidiary	Aus \$ 1	100.00%	100.00%	0.17	0.17
				26,944	26,944		
5	Ipca Pharmaceuticals Ltd. SA de CV. Mexico	Subsidiary	No Par Value	100.00%	100.00%	1.15	1.15
6	Trophic Wellness Pvt. Ltd.	Subsidiary	₹ 10	58.88%	58.88%	81.40	81.40
				23,84,600	23,84,600		
7	Unichem Laboratories Ltd.	Subsidiary	₹ 2	52.67%	-	1,542.85	-
				3,70,81,011	-		
	Total					1,645.78	102.93

Sr. no.	Name of the body corporate	Relationship	Face value	Extent of holding (%)		(₹ Crores)	
				No. of shares		As at	As at
				As at	As at	As at	As at
				March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
ii) Investment in Preference Shares (at cost - Unquoted)							
1	Ipca Laboratories (U.K.) Ltd., U.K. ##	Subsidiary	STG 1	100.00%	100.00%	19.31	19.31
				20,00,000	20,00,000		
2	Ipca Pharmaceuticals, Inc., USA ##	Subsidiary	\$1000	100.00%	100.00%	325.56	282.24
				44,600	39,350		
	Total					344.87	301.55
2 Investment in Joint Venture							
i) Investment in Equity Instruments (at cost)							
1	Avik Pharmaceutical Ltd. - Unquoted	Joint Venture	₹ 100	50.00%	50.00%	6.95	6.95
				5,44,000	5,44,000		
2	Lyka Labs Ltd. - Quoted (Joint Venture w.e.f 8 th August 2022) (The Shares acquired during the Financial year 2022-23 are transferred in the name of company on May 22, 2023)	Joint Venture	₹ 10	36.34%	31.36%	159.49	126.01
				1,20,24,923	96,24,923		
	Total					166.44	132.96
ii) Investment in convertible Share Warrants (partly paid) (at cost - Unquoted)							
1	Lyka Labs Ltd. (Joint Venture w.e.f 8 th August 2022)	Joint Venture	₹ 10	26,00,000	50,00,000	9.07	17.44
	Total					9.07	17.44
3 Investment in Associate							
i) Investment in Equity Instruments (at cost)							
1	CCPL Software Pvt. Ltd. # - Unquoted	Associate	₹ 100	28.95%	28.95%	-	-
				55,000	55,000		
2	Krebs Biochemicals & Industries Ltd. - Quoted	Associate	₹ 10	49.65%	49.65%	78.77	78.77
				1,07,05,195	1,07,05,195		
ii) Investment in preference shares (at cost)							
1	Krebs Biochemicals & Industries Ltd. - Unquoted (9% Non convertible, Redeemable & Non Cumulative Preference share)	Associate	₹ 100	100.00%	100.00%	130.00	130.00
				1,30,00,000	1,30,00,000		
	Total					208.77	208.77
	Total investments (1+2+3)					2,374.93	763.65
	Less : Provision for diminution in value in equity shares(refer table (4) below)					89.22	55.65
	Less : Provision for diminution in value in preference shares(refer table (4) below)					60.75	-
	Total non-current investments at cost (net of provision)					2,224.96	708.00

Cost fully written off in books.

Redeemable Preference Shares redeemable at the option of issuer.

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837**Notes to Standalone Financial Statements as at and for the year ended March 31, 2024****4 Provision for diminution in the value of Investments till date in shares in respect of the above companies is as follows:-**

(₹ Crores)

Sr. No.	Name of the Body Corporate	Relationship	As at March 31, 2024		As at March 31, 2023	
A	Equity Shares					
1	Ipca Pharmaceuticals Inc., USA	Subsidiary	9.31		2.68	
2	Krebs Biochemicals & Industries Ltd.	Associate	78.76		51.82	
3	Ipca Pharmaceuticals Ltd. SA de CV. Mexico	Subsidiary	1.15		1.15	
	Total (A)			89.22		55.65
B	Preference Shares					
1	Ipca Pharmaceuticals Inc., USA	Subsidiary	39.29		-	
2	Krebs Biochemicals & Industries Ltd.	Associate	21.46		-	
	Total (B)			60.75		-
	Total (A+B)			149.97		55.65

5 Aggregate value of investments

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Aggregate book value of quoted investments - Non Current	1,781.11	204.78
Aggregate market value of quoted investments - Non Current	2,004.13	161.15
Aggregate book value of unquoted investments - Non Current	2,127.60	541.43

6 Details of investments in subsidiary / joint venture / associate at cost**a) Ipca Pharmaceuticals, Inc. USA**

This wholly owned subsidiary company was incorporated under the laws of the State of New Jersey in the United States on July 10, 2003. This subsidiary company is coordinating the development and registration of formulations developed by the Company in United States of America as well as distribution of Active Pharmaceutical Ingredients (APIs) manufactured by the Company in the US market. During the year 2017-18, this subsidiary acquired 90% Share capital of Pisgah Laboratories Inc. USA. Further, during the year 2018-19, this subsidiary has acquired 80% units of Bayshore Pharmaceuticals LLC, a New Jersey limited liability company (Bayshore). During the year 2021-22, this subsidiary has acquired the remaining 20% share capital of Bayshore and with this acquisition, Bayshore is now wholly owned by Ipca Pharmaceuticals Inc., USA. During the year 2022-23, the Company has invested in 6000 preference shares and in current year Ipca has further invested in 5,250 preference shares of Ipca Pharmaceuticals Inc. USA.

b) Ipca Laboratories (U.K.) Ltd.,U.K.

During the financial year 2003-04, the Company incorporated this wholly owned subsidiary to apply and obtain product registrations in the United Kingdom. During the year 2011-12, this subsidiary acquired 100% share capital of Onyx Research Chemicals Ltd., holding company of Onyx Scientific Ltd. During the year 2015-16, Onyx Research Chemicals Ltd., UK merged with its holding company Ipca Laboratories (UK) Ltd. and consequent to this, Onyx Scientific Ltd. has become wholly owned subsidiary of this Company. During the year 2018-19, Onyx Scientific Ltd. has acquired 10% share capital of Pisgah Laboratories Inc. USA. During the year 2022-23 Ipca has invested in 10,00,000 preference shares of Ipca Laboratories (U.K.) Ltd.,U.K.

c) Ipca Pharma Nigeria Ltd. Nigeria

During the year 2006-07, the Company acquired the entire share capital of Ipca Pharma Nigeria Ltd. Thus, Ipca Pharma Nigeria Ltd. became wholly owned subsidiary of the Company with effect from January 31, 2007. The Company was incorporated as a private company in Nigeria. It commenced commercial operations in December 2001. It is engaged in importation and marketing of formulations and APIs in the Nigerian market.

d) Ipca Pharma (Australia) Pty Ltd. Australia

This subsidiary company was acquired by the Company in the year 2007-08 and is engaged in the activities of holding formulations

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

dossier registrations with TGA, Australia and sale of pharmaceuticals manufactured by the Company in Australia. This subsidiary company has a wholly owned subsidiary in New Zealand - Ipca Pharma (NZ) Pty Ltd.

e) Ipca Pharma (NZ) Pty Ltd., New Zealand

During the year 2007-08, the Company was incorporated to hold formulation dossier registrations in New Zealand and to distribute formulations manufactured by the Company in the New Zealand market. This company is wholly owned subsidiary of Ipca Pharma (Australia) Pty Ltd.

f) Ipca Pharmaceuticals Ltd. SA de CV. Mexico

This subsidiary Company was setup during the year 2008-09 as wholly owned subsidiary of the Company to hold formulations dossier registrations and promotion of pharmaceuticals manufactured by the Company in the Mexican market. This Company is currently in the process of being closed down subject to required approval.

g) Avik Pharmaceutical Ltd., India

During the year 2013-14 the Company had acquired 49.02% of shares in Avik Pharmaceutical Ltd. Avik is manufacturing APIs, primarily Cortico Steroids and Hormones since 1980. Avik is pioneer in the manufacturing of steroids in India. Avik's two manufacturing facilities are located at Vapi, Gujarat. During the year 2018-19, the Company has been allotted 33,000 shares under right issue. Further, during the year 2021-22, the Company has acquired additional 11,000 shares post which the Company's holding in Avik Pharma is 50.00%.

h) Trophic Wellness Pvt. Ltd., India

Trophic Wellness Pvt. Ltd. was incorporated in 2010 and is headquartered in Mumbai, India. The Company has acquired shareholding to the extent of 19.26% during the year 2010-11, 20% during the year 2020-21 & additional 13.09% during the year 2021-22 in Trophic Wellness Pvt. Ltd and status of Trophic Wellness Pvt. Ltd. is changed from associate to subsidiary w.e.f 11th June 2021. Trophic Wellness Pvt. Ltd. is engaged in the manufacturing and marketing of nutraceuticals with its manufacturing unit situated in Sikkim. During the year 2022-23 Company has acquired additional 6.53% in Trophic Wellness Pvt. Ltd. resulting in total equity holding of 58.88%.

i) Krebs Biochemicals & Industries Ltd., India

Krebs Biochemicals and Industries Ltd. was established in 1991. During the financial year 2014-15, Krebs Biochemicals and Industries Ltd. became an associate company. Krebs undertakes both contract manufacturing and develops products for sale in global markets. Krebs is listed on NSE and BSE and is headquartered in Vishakhapatnam, India with manufacturing plants in Nellore and Vishakhapatnam. Expertise and infrastructure in the areas of chemical synthesis, fermentation and enzymatic technologies along with a focus on cost and quality makes Krebs a logical partner of the Company for the development and supply of products made using one or more of these technologies.

Equity Shares-During the year 2019-20 company has been allotted 13,70,000 equity shares resulting into increase in holding to the extent of 44.67%. Further, during the year 2021-22, the company has been allotted 19,40,000 shares upon conversion of share warrants. Now Company's holding in Krebs is 49.65%.

Preference Shares- During the year 2019-20 Company has been allotted 30,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of ₹ 100/- each. Further, during the year 2021-22 company has been allotted 1,00,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of ₹ 100/- each. Now company have 1,30,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of ₹ 100/- each.

j) Lyka Labs Ltd., India

Lyka Labs Limited was incorporated in 1976. In the year 2021-22 the company has acquired 26.58% shareholding & during the year 2022-23 Company has acquired additional shareholding to the extent of 4.78% of Lyka resulting into total holding percentage to 31.36%. Lyka Labs Limited is engaged in the business of manufacturing and marketing of injectables, lyophilized injectables and topical formulations. Lyka's Manufacturing facility is situated at Ankleshwar, Gujarat. Lyka's shares are listed at BSE & NSE. During the year 2021-22 the company had entered into a joint management control agreement with the promoters of the said company and in the year 2022-23 appointed independent director w.e.f 8th August 2022, with this the status of Lyka Labs Limited has been changed from associates to Joint venture w.e.f 8th August 2022.

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Convertible Share Warrants (partly paid)- During the year 2022-23 Company has been allotted 50,00,000 convertible share warrants of Rs. 10 each partly paid. These warrants are convertible into equity shares in one or more tranches, at the option of the allottee, within a period of 18 months of its allotment. Out of this 24,00,000 warrants are converted into equity shares during the year. Now company's holding in Iyka is 36.34%. During the year the Company has further invested in 24,00,000 warrants .

k) Unichem Laboratories Ltd., India

On August 2, 2023, the Company acquired 2,35,01,440 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd. representing 33.38% of its paid-up equity share capital @ Rs. 402.25 per share aggregating to Rs. 945.35 crores. The Company has also accepted 1,35,79,571 equity shares of Rs. 2/- each validly tendered in open offer by the public shareholders of Unichem Laboratories Ltd. @ Rs. 440 per equity share aggregating to Rs. 597.50 crores and representing 19.29% of the paid-up equity share capital of the said Unichem Laboratories Ltd. The Company now holds 3,70,81,011 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd., representing 52.67% of paid-up share capital of the said company. In view of this, Unichem Laboratories Ltd. has become subsidiary of the Company. Since Subsidiary's Subsidiary is also a subsidiary, 6 wholly owned Subsidiaries of Unichem Laboratories Ltd. have also become Subsidiaries of the Company.

l) Disclosure required under Schedule III on utilization of borrowed funds and share premium :

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries except for the following:

- a. During the current year, the Company has invested in Redeemable Preference Shares of Ipca Pharmaceuticals, Inc. USA (Ipca USA), a wholly owned subsidiary (WOS) aggregating to US\$ 52,50,000 (₹ 43.32 crores). Such investment was made to enable the additional funding to its step down WOSs viz. Pishgah Laboratories Inc., USA (Pishgah) in the form of redeemable Preference Shares aggregating to US\$ 52,50,000.
- b. During the previous year, the Company had invested in Redeemable Preference Shares of Ipca Pharmaceuticals, Inc. USA (Ipca USA), a wholly owned subsidiary (WOS) aggregating to US\$ 60,00,000 (₹ 48.82 crores). Such investment was made to enable the additional funding to its step down WOSs viz. Bayshore Pharmaceuticals LLC, USA (Bayshore) and Pishgah Laboratories Inc., USA (Pishgah). Subsequent to above investments, Ipca USA extended loan of US\$ 15,00,000 to Bayshore. Ipca USA also invested in Redeemable Preference Shares of Pishgah aggregating to US\$ 35,00,000.

The above transaction are in compliance with all requirement of FEMA & PMLA.

- m) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

4A Other Long-term Investments

Sr. no.	Name of the body corporate	Face Value	No. Of Shares		(₹ Crores)	
			As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
(i) Investments at fair value through P&L (fully paid)						
Unquoted equity shares						
1	Gujarat Industrial Co-Op Bank Ltd.	₹ 50	140	140	-	-
2	Narmada Clean Tech	₹ 10	35,000	35,000	0.04	0.04
3	BEIL Infrastructure Ltd. #	₹ 10	1,134	1,134	-	-
Total					0.04	0.04

Value of shares ₹ 11,340/-

The fair value of these investments are not determinable and are not material to these financial statements.

(ii) Investments at fair value through OCI (Unquoted)		(₹ Crores)	
		As at March 31, 2024	As at March 31, 2023
	Investment in ABCD Technologies LLP (refer note below)	18.56	25.37
	Total	18.56	25.37

Aggregate value of investments		(₹ Crores)	
Particulars		As at March 31, 2024	As at March 31, 2023
	Aggregate book value of unquoted investments (i + ii)	18.60	25.41

Note: Investment in ABCD Technologies LLP :

During the year 2021-22, the company has made a strategic investment of Rs. 25.00 crores in ABCD Technologies LLP. ABCD Technologies LLP will, through its investment entities, engage in the objective of digitizing health care infrastructure in India. The investment is accounted as Fair Value through other comprehensive income (FVTOCI) as per Company's election in accordance with Ind AS 109-Financial Instruments. The Company has a 4.03% share of profit/loss and voting rights. In terms of the limited liability partnership agreement, the contribution made by the Company has a lock-in period of 3 years from the date of investment till April 30, 2024.

During the year based on valuation report of the registered valuer the Company has accounted for fair valuation changes i.e., loss through Other Comprehensive Income amounting to Rs 6.81 crores.

4B Current Investments

Sr. no.	Name of the mutual fund scheme	No. Of Units		(₹ Crores)	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Quoted investment					
Investments at fair value through P&L (fully paid)					
	Investments in mutual fund				
	Aditya Birla Sun Life Liquid Fund- Regular - Growth	1,58,773	5,64,451	6.12	20.31
	Kotak Liquid Scheme - Growth	1,02,444	2,32,699	49.58	105.12
	Kotak Liquid Scheme -Direct- Growth	91,248	-	44.52	-
	Nippon India Liquid Fund-Growth	-	29,388	-	16.03
	Nippon India Liquid Fund-Direct-Growth	1,28,120	-	75.71	-
	INVESCO India Liquid Fund- Growth	7,714	87,390	2.54	26.81
	INVESCO India Liquid Fund-Direct- Growth	56,759	-	18.81	-
	Bandhan Money Market Fund-Direct -Growth	50,57,289	-	20.07	-
	HDFC Money Market Fund-Direct -Growth	41,647	-	22.07	-
	ICICI Prudential Money Market Fund-Direct-Growth	5,74,626	-	20.07	-
	Kotak Money Market Fund-Direct - Growth	97,827	1,05,355	40.33	40.33
	Nippon India Money Market Fund-Direct-Growth	-	46,828	-	16.61
	SBI Liquid Fund - Growth	-	8,689	-	3.04
	Tata Liquid Fund -Direct- Growth	43,893	-	16.73	-
	Axis Liquid Fund-Growth	-	1,88,644	-	46.86
	Axis Liquid Fund-Direct-Growth	2,46,038	-	66.03	-
	DSP Liquidity Fund-Direct-Growth	66,149	-	22.83	-
	DSP Liquidity Fund-Growth	15,196	1,51,232	5.19	48.21
	Total current investments			410.60	323.32

Aggregate value of investments

		(₹ Crores)	
Particulars		As at March 31, 2024	As at March 31, 2023
	Aggregate book value of quoted investments - Current	410.60	323.32
	Aggregate market value of quoted investments - Current	410.60	323.32

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4C Details of loans given, investments made, guarantee given and security provided covered under section 186(4) of the Companies Act, 2013 are given hereunder:

(₹ Crores)

Sr. no.	Name of the party	Nature	Relation	Purpose	2023-24	2022-23
1	Ipca Pharmaceuticals, Inc (USA)	Investment	Subsidiary	Preference Share contribution	43.32	48.82
2	Ipca Laboratories (U.K.) Ltd.,U.K	Investment	Subsidiary	Preference Share contribution	-	9.06
3	Krebs Biochemicals & Industries Ltd.	Loan	Associate	Loan given for business purpose	10.50	41.00
4	Unichem Laboratories Ltd.	Investment	Subsidiary	Equity Share Purchase	1,542.85	-
5	Trophic Wellness Pvt. Ltd.	Investment	Subsidiary	Equity Share Purchase	-	10.58
6	Lyka Labs Ltd. - Quoted	Investment	Joint Venture	Share Warrant converted in to Equity Share	33.48	27.90
7	Lyka Labs Ltd. - Unquoted	Investment	Joint Venture	Share warrant	25.11	17.44
8	Lyka Labs Ltd. - Quoted	Loan	Joint Venture	Loan given for business purpose	-	98.00
9	Makers Laboratories Ltd.	Loan	Related Party	Loan given for business purpose	-	2.00
10	Resonance Specialties Ltd.	Loan	Related Party	Loan given for business purpose	-	2.00
11	Other non-related corporate body	Loan	Other non-related corporate body	Loan given for business purpose	-	30.00
	Total				1,655.26	286.80

The disclosure under section 186(4) of the Act is made at transaction value before Ind AS effects.

5. Financial Assets - Loans (At Amortized Cost - Unsecured)

(₹ Crores)

Sr. no.	Particulars	As at March 31, 2024		As at March 31, 2023	
		Non Current	Current	Non Current	Current
(a)	Loans to related parties - considered good	87.70	4.40	115.32	-
(b)	Others:				
	Loans given to employees- considered good	0.50	1.03	0.54	1.03
	Total	88.20	5.43	115.86	1.03

Note: No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

Disclosures:

- a) Details of loans and advances in the nature of loan to subsidiaries, associates etc. as required under Schedule V(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

(₹ Crores)

Sr. No.	Name of the company and relationship	Balance as at March 31, 2024	Maximum outstanding during the year 2023-24	Balance as at March 31, 2023	Maximum outstanding during the year 2022-23
i)	Krebs Biochemicals & Industries Ltd. - Associate	53.50	53.50	43.00	43.00
ii)	Avik Pharmaceutical Ltd. - Joint Venture	11.10	12.32	12.32	13.78
iii)	Makers Laboratories Ltd.- Related Party	-	2.00	2.00	6.40
iv)	Resonance Specialties Limited - Related Party	-	-	-	2.00
v)	Lyka Labs Ltd.- (Joint Venture w.e.f 8th August 2022)	27.50	58.00	58.00	103.00
	Total	92.10	125.82	115.32	168.18

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

- b) Disclosure u/s 186(4) of the Companies Act 2013 is made under Investment schedule vide Note reference - 4C
- c) During the year company has set the terms of loans to joint venture Avik Pharmaceuticals Ltd. which was hitherto without any terms of repayment.
- d) Investment by the loanee in the shares of the Company:
None of the loanees have, per se, made investments in the shares of the Company.
- e) Loans or Advances in the nature of loans which are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment are as under:

The loans given without Stipulation is as follows:

(₹ Crores)

Type of Borrower	As on 31.03.2024		As on 31.03.2023	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	12.32	10.54%

6 Financial Assets - Others (At Amortized Cost)

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Deposits:				
Considered good:				
-With related party	39.89	-	42.50	-
-With others	19.43	1.52	19.02	0.97
Which have significant increase in Credit Risk	-	-	-	-
	59.32	1.52	61.52	0.97
Less : Provision for expected credit loss	-	-	-	-
	59.32	1.52	61.52	0.97
Advances to employees				
- Considered good	-	2.37	-	1.18
- Credit impaired	-	0.31	-	0.33
	-	2.68	-	1.51
Less : Provision for expected credit loss	-	(0.31)	-	(0.33)
	-	2.37	-	1.18
Deposits with others	1.37	-	1.20	-
Other income receivables	-	-	0.04	5.00
Interest accrued receivable from Banks	-	0.89	-	22.92
Interest accrued receivable from related party	-	8.65	-	7.30
Claim receivables	-	42.49	-	39.49
Unbilled revenue	-	6.54	-	7.09
Forward contract gain receivable	-	11.49	-	0.24
Term deposits with Banks *	18.75	-	7.43	11.00
Total	79.44	73.95	70.19	95.19

*Term deposit of ₹ 11.00 crores (previous year ₹ 11.00 crores) has been provided as security by way of lien with RBL Bank towards short term credit facility availed by Krebs Biochemicals & Industries Ltd., an associate company. All other term deposits are lying with government authorities and / or as margin for guarantees issued by banks to various authorities.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024
7 Other Non-Financial Assets

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
(i) Capital advances (Unsecured, considered good)	24.98	-	37.04	-
(ii) Prepaid expenses	2.01	22.42	1.49	26.68
(iii) Deposits with Govt. departments*				
- Considered good	11.15	0.24	11.46	0.06
(iv) Unutilized Indirect tax credit	-	69.95	-	57.12
(v) Advance to suppliers	-	31.02	-	25.10
(vi) Export benefits receivables	-	12.66	-	9.18
(vii) Advances to employees	-	3.55	-	2.80
(viii) Others	-	1.02	-	0.23
(ix) Duties and taxes refundable	-	61.64	-	42.35
(x) Prepaid taxes (net of provisions)	1.14	-	0.69	-
Total	39.28	202.50	50.68	163.52

Note: No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

* Deposit with Govt. departments comprises of deposits paid under protest.

8 Inventories

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
i) Raw materials				
In hand	561.23		555.39	
In transit	46.36	607.59	90.97	646.36
ii) Packing materials				
In hand	48.07		57.58	
In transit	0.73	48.80	0.47	58.05
iii) Work-in-progress		312.86		324.27
iv) Finished goods				
In hand				
Own	559.76		511.10	
Traded	61.12	620.88	57.28	568.38
In transit				
Own	30.72		19.69	
Traded	2.22	32.94	0.90	20.59
v) Stores, spares and others		52.27		42.48
Total		1,675.34		1,660.13

All the above inventory other than stores & spares are hypothecated to the lenders as security towards short-term borrowings.

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

The disclosure of inventories recognized as an expense in accordance with paragraph 36 of Ind AS 2 is as follows:

(₹ Crores)

Particulars		As at March 31, 2024	As at March 31, 2023
(i)	Amount of inventories recognized as an expense during the period	2,027.00	2,124.55
(ii)	Amount of write - down of inventories recognized as an expense during the period	20.86	9.54
	Total	2,047.86	2,134.09

8A Biological Assets

(₹ Crores)

Sr. no.	Particulars	As at March 31, 2024			
		Non Current	Current		Current
		Cattle	Turmeric	Napier Grass	Total
	Opening balances	-	-	-	-
	Add: Purchase/ New Plantations	0.69	1.74	-	1.74
	Less: Sales of produce	-	-	-	-
	Change in fair value less cost to sell (Loss)/Gain	(0.55)	0.01	-	0.01
	Closing Balance	0.14	1.75	-	1.75

Brief description of Horticulture activity

The Company has the following biological assets as parts of its horticulture activities which are more in the nature of backward integration for growing napier grass which will be used to make pellets to fire its boilers as fuel.

1. Cattle
2. Agricultural produce in the nature of Napier Grass and Turmeric.

The Company has also initiated projects for making pellets out of the grass.

The cattle is used primarily for providing manure and feed for the healthy growth of napier grass.

Bearer Plants represents the Napier Saplings which are expected to yield Napier grass over a period of 4 years and hence are depreciated over the period of 4 years and the same is disclosed under PPE.

This being the first year of operation and there being no precedence of possible fair value of the napier grass, the same are not fair valued and taken at NIL value. Depending upon the experience gain in future the same will be fair valued and accounted in future. The small quantity of grass sold during the year are credited to other income of an amount of Rs 0.09 crores.

9 Financial Assets - Trade Receivables (At Amortized Cost - Unsecured)

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Considered good :	1,027.40	925.90
Which have significant increase in credit risk	0.09	0.45
Credit impaired	0.31	0.23
	1,027.80	926.58
Less : Provision for expected credit loss	(0.40)	(0.68)
Total	1,027.40	925.90

Note: No amount is due from any of the Directors or Officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

The Company uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward- looking estimates. At every reporting date, the historically observed default rates are updated and changes in forward-looking estimates are analyzed. The Company estimates the following matrix at the reporting date which is calculated on overdue amounts.

Particulars	As at March 31, 2024	As at March 31, 2023
Default rate - local	0.18%	0.55%
Default rate - export	0.04%	0.27%

Movement in the expected credit loss allowance

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the period	(0.68)	(1.26)
Movement in expected credit loss allowance on trade receivables	0.28	0.58
Provision at the end of the period	(0.40)	(0.68)

Trade Receivables as on 31.03.2024, ageing schedule is as under :-

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	891.51	125.13	6.88	0.29	3.59	-	1,027.40
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	0.08	0.01	-	-	-	0.09
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.08	0.23	0.31
Total Trade Receivables	891.51	125.21	6.89	0.29	3.67	0.23	1,027.80

Trade Receivables as on 31.03.2023, ageing schedule is as under :-

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	808.78	102.58	9.10	5.20	0.24	-	925.90
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	0.42	0.02	0.01	-	-	0.45
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.13	0.10	0.23
Total Trade Receivables	808.78	103.00	9.12	5.21	0.37	0.10	926.58

10 Financial Assets - Cash & Cash Equivalents

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	(₹ Crores)	Number of Shares	(₹ Crores)
Balances with banks:				
In Current Accounts		49.45		21.40
Deposit with original maturity of less than three months		58.50		1,162.00
Cash on hand		0.32		0.30
Total		108.27		1,183.70

Note: Balance with bank in current account as on March 31, 2024 includes balance with one bank account of erstwhile Noble Explochem Limited aggregating to ₹ 14,959/- (previous year ₹15,608/-) where change of account name in Company's name is in process.

11 Financial Assets - Bank balances other than (10) above

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	(₹ Crores)	Number of Shares	(₹ Crores)
Unclaimed dividend accounts		1.51		1.40
Balances with banks:				
Fixed Deposit with Bank		3.14		520.96
Total		4.65		522.36

12 Equity Share Capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	(₹ Crores)	Number of Shares	(₹ Crores)
Authorized capital *				
Equity shares of ₹ 1 each	57,60,00,000	57.60	57,60,00,000	57.60
Issued & subscribed				
Equity Shares of ₹ 1 each	25,62,66,408	25.63	25,62,66,408	25.63
Paid up equity shares of ₹ 1 each (Refer Note no. 12(v) below)	25,37,04,218	25.37	25,37,04,218	25.37
Total		25.37		25.37

* Authorized capital has been enhanced in previous year pursuant to merger of Ramdev Chemical Private Limited and Tonira Exports Limited. Refer note 12 (v) below.

Disclosures:

(i) Reconciliation of Shares

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	(₹ Crores)	Number of Shares	(₹ Crores)
Shares outstanding at the beginning of the year (Face value of ₹ 1 each)	25,37,04,218	25.37	25,37,04,218	25.37
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	25,37,04,218	25.37	25,37,04,218	25.37

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**(ii) Details of Shareholders holding more than 5% shares**

Name of Shareholder	As at March 31, 2024		As at March 31, 2023	
	Number of Shares held (Face value of ₹ 1 each)	%	Number of Shares held (Face value of ₹ 1 each)	%
Kaygee Investments Private Limited	5,44,78,390	21.47%	5,44,78,390	21.47%
Kaygee Laboratories Private Limited	1,67,70,000	6.61%	1,67,70,000	6.61%
Chandurkar Investments Private Limited	1,39,56,010	5.50%	1,39,56,010	5.50%
HDFC Mid-Cap Opportunities Fund	1,30,10,294	5.13%	1,39,37,619	5.49%

iii) Rights and obligations of shareholders

The Company has only one class of share referred as equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after payment of external liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders. The dividend if recommended by management is subject to shareholders' approval at the Annual General Meeting.

iv) Shareholding of promoters is as under:-

Sr. No.	Promoter name	Shares held by promoters at the end of the year 31.03.2024			Shares held by promoters at the end of the year 31.03.2023		
		No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
1	Kaygee Investments Pvt. Ltd.	5,44,78,390	21.47%	-	5,44,78,390	21.47%	-
2	Chandurkar Investments Pvt. Ltd.	1,39,56,010	5.50%	-	1,39,56,010	5.50%	-
3	Kaygee Laboratories Pvt. Ltd.	1,67,70,000	6.61%	-	1,67,70,000	6.61%	-
4	Paschim Chemicals Pvt. Ltd.	1,01,73,000	4.01%	0.01%	1,01,38,000	4.00%	-
5	Xbees Traders LLP (Formerly Paranthapa Investments and Traders Pvt. Ltd.)	31,000	0.01%	-	31,000	0.01%	-
6	Makers Laboratories Ltd.	960	0.00%	-	960	0.00%	-
7	Mexin Medicaments Pvt. Ltd.	14,058	0.01%	-	14,058	0.01%	-
8	M.R. Chandurkar	-	0.00%	-	-	0.00%	-1.70%
9	Usha M. Chandurkar	83,02,000	3.27%	-	83,02,000	3.27%	1.70%
10	Sameer M. Chandurkar	20,00,000	0.79%	-	20,00,000	0.79%	-
11	Premchand Godha	58,14,680	2.29%	-	58,14,680	2.29%	-
12	Usha P. Godha	24,18,740	0.95%	-	24,18,740	0.95%	-
13	Prashant Godha	15,68,644	0.62%	-	15,68,644	0.62%	-
14	Pranay Godha	17,00,990	0.67%	-	17,00,990	0.67%	-
15	Kalpana Jain	2,30,000	0.09%	-	2,30,000	0.09%	-
16	Bhawna Godha	5,000	0.00%	-	5,000	0.00%	-
17	Neetu Godha	4,000	0.00%	-	4,000	0.00%	-
18	Nirmal Jain	-	0.00%	-	-	0.00%	-
	Total	11,74,67,472	46.30%		11,74,32,472	46.29%	

v) **Disclosure as required by Ind AS 103 Business Combination****During the previous year 2022-23****A Merger of Ramdev Chemical Private Limited and Tonira Exports Limited with Ipca Laboratories Limited**

Pursuant to the Scheme of Merger ('the Scheme') of Ramdev Chemical Private Limited (Ramdev) and Tonira Exports Limited (Tonira) with Ipca Laboratories Limited (Ipca) under the provisions of Sections 230 to 232 of the Companies Act, 2013 which has been approved by the National Company Law Tribunal vide their order delivered on 27th April 2023, which has been filed with the Registrar of Companies on May 23, 2023, to make the Scheme effective. All the assets and liabilities, both movable and immovable, all other interest, rights and power of every kind, and all its debts, liabilities, including contingent liabilities, duties and obligations have been transferred to and vested in the Transferee company with effect from the Appointed Date 1st April 2022. Accordingly, the Scheme has been given effect to in these accounts. Since the Business Combination is of entities under common control in accordance with the Appendix C of Ind AS 103, the financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. Accordingly, the Company has accounted for the Scheme in its books of accounts with effect from 1st April 2021 as required by Appendix C of Ind AS 103 "Business Combination". Figures for financial year 2021-22 are accordingly restated to give effects of the merger.

B Issue of Shares/Consideration: Since Ramdev Chemical Private Limited and Tonira Exports Limited are the wholly owned subsidiaries of the Company, there was no exchange/issue of shares by the Company to the shareholders of Ramdev Chemical Private Limited and Tonira Exports Limited.

C Salient Features of the Scheme of Merger by Absorption**(i) Description of Company and Background of Ramdev Chemical Private Limited**

Ramdev Chemical Private Limited (CIN: U24200MH1999PTC120863) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at Plot No.142-AB, Kandivali Industrial Estate, Kandivali (West) Mumbai City MH 400067 IN. The Transferor Company is a pharmaceutical company manufacturing in all forms, heavy chemicals of all kinds, (Solid, liquid, gaseous), bulk drugs, medicinal and pharmaceuticals products. The products of the Company are sold in and outside India. The Company has a manufacturing unit in India at Tarapur (Maharashtra) for manufacturing of Active Pharmaceutical Ingredients (Bulk Drugs) (APIs).

(ii) Description of Company and Background of Tonira Export Limited

Tonira Export Limited (CIN: U51909MH1995PLC248308) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at 142AB, Kandivali Industrial Estate Kandivali (West) Mumbai City MH 400067 IN. The Transferor Company currently is not engaged in any active business. The Company was the wholly owned subsidiary of Tonira Pharma Ltd. and became wholly owned subsidiary of Ipca laboratories Limited (Transferee Company) upon merger of the said Tonira Pharma Ltd. with Ipca Laboratories Ltd. (Transferee Company) in April, 2012.

(iii) Appointed date

The appointed date for the purpose of this amalgamation is 1st April 2022.

(iv) Accounting Treatment

In accordance with the scheme approved, the accounting for this amalgamation has been done in accordance with the "Pooling of Interest Method" referred to in Appendix C - Business combinations of entities under common control of Indian Accounting Standard 103- "Business Combination" of the Companies (Indian Accounting Standards) Rules, 2015.

D Ipca has accounted for the Scheme in its books of accounts with effect from 1st April 2021 as explained in para (vi) A above and accordingly has restated prior period comparative.

- (i) With effect from 01st April 2021, all assets and liabilities appearing in the books of accounts of Ramdev and Tonira have been transferred to and vested in Ipca and have been recorded by Ipca at their respective carrying values.
- (ii) The difference between the carrying values of net identifiable assets and liabilities of Ramdev Chemical Private Limited transferred to Ipca Laboratories Limited pursuant to this scheme and the value of investments in the books of Ipca Laboratories Limited has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103. In the case of Tonira Exports Limited, there was no difference between the carrying values of net identifiable assets and liabilities and the equity. However the existing reserves have retained their character on merger with Ipca.
- (iii) All inter company transactions have been eliminated on incorporation of the accounts of Ramdev Chemical Private Limited and Tonira Exports Limited in Ipca Laboratories Limited.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

E Disclosure in accordance with Appendix C of IND AS 103- Business combinations of entities under common control:

*	Names and general nature of business of the combining entities	<p>Ramdev Chemical Private Limited (CIN: U24200MH1999PTC120863) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at Plot No.142-AB, Kandivali Industrial Estate, Kandivali (West), Mumbai 400067, Maharashtra, India. The Transferor Company is a pharmaceutical company manufacturing in all forms, heavy chemicals of all kinds, (Solid, liquid, gaseous), bulk drugs, medicinal and pharmaceuticals products. The products of the Company are sold in and outside India. The Company has a manufacturing unit in India at Tarapur (Maharashtra) for manufacturing of Active Pharmaceutical Ingredients (Bulk Drugs) (APIs).</p> <p>Tonira Export Limited (CIN: U51909MH1995PLC248308) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at 142AB, Kandivali Industrial Estate, Kandivali (West), Mumbai 400067, Maharashtra, India. The Transferor Company currently is not engaged in any active business. The Company was the wholly owned subsidiary of Tonira Pharma Ltd. and became wholly owned subsidiary of Ipca laboratories Limited (Transferee Company) upon merger of the said Tonira Pharma Ltd. with Ipca Laboratories Ltd. (Transferee Company) in April, 2012.</p> <p>Ipca Laboratories Limited (CIN:L24239MH1949PLC007837) is a listed public limited company incorporated under the Companies Act, 1913 having its registered office at 48, Kandivali Industrial Estate, Kandivali (W), Mumbai 400067, Maharashtra, India. The Transferee Company was originally incorporated to engage in the business of manufacturing and marketing of drugs and pharmaceuticals, chemicals, cosmetics and toiletries production October 19, 1949 under the Companies Act, 1913, with the Registrar of Companies, Maharashtra, Mumbai as 'The Indian Pharmaceutical Combine Association Limited'. The name of the Company was changed to 'Ipca Laboratories Limited'.</p>
*	The date on which the transferee obtains control of the transferor	The transferors were already wholly owned subsidiaries of the transferee and control existed from a prior date. The appointed date as per scheme is April 1, 2022.
*	Description and number of shares issued, together with the percentage of each entity's equity shares exchanged to effect the business combination	No shares were exchanged / issued

(₹ Crores)

The amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed.	Assets Recognized		
	Particulars	Ramdev	Tonira
	Property , Plant and Equipment	73.27	0.13
	Non Current Assets	6.36	0.00
	Deferred Tax Assets	-	0.03
	Current Assets	31.07	-
	Cash and Cash Equivalent	0.75	0.07
	Other Bank Balance	0.35	-
	Total Assets	111.80	0.23
	Liabilities Recognized		
	Non Current Liabilities	1.27	-
	Current Liabilities	31.89	-
	Deferred Tax Liabilities	7.07	-
	Total Liabilities	40.23	-
Consideration Paid	108.72	0.10	
Amalgamation Adjustment Deficit Account	37.14	-	
*	The amount of any difference between the consideration and the value of net identifiable assets acquired, and the treatment thereof	The difference between the carrying values of net identifiable assets and liabilities of Ramdev Chemical Private Limited transferred to Ipca Laboratories Limited pursuant to this Scheme and the value of consideration paid, amounting to ₹ 37.14 Crores has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103.	

13 Other Equity

(₹ Crores)

Particulars		As at March 31, 2024		As at March 31, 2023	
(a)	Capital reserve		6.59		6.59
(b)	Securities premium		96.52		96.52
(c)	Capital redemption reserve		0.26		0.26
(d)	General reserve		1,310.02		1,310.02
(e)	Retained earnings		4,956.80		4,478.52
(f)	Amalgamation adjustment deficit account		(37.14)		(37.14)
(g)	OCI reserve				
	- Fair Value of Investments through OCI	(6.46)		0.25	
	- Foreign currency translation reserve	(3.25)	(9.71)	(3.09)	(2.84)
	Total		6,323.34		5,851.93

Nature and purpose of each reserve
(a) Capital Reserve

During amalgamation / merger / acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

(b) Securities Premium

The amount received in excess of face value of the equity shares is recognized in Securities Premium Reserve. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium reserve. This reserve is utilized in accordance with the provisions of the Companies Act, 2013.

(c) Capital Redemption Reserve

The Company has recognized Capital Redemption Reserve on buy-back of equity shares from its retained earnings. The amount in Capital Redemption Reserve is equal to nominal amount of the equity shares bought back.

(d) General Reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to the statement of profit and loss.

(e) Retained Earnings

Retained earnings are the profits that the Company has earned till date and is net of amount transferred to other reserves such as general reserves, debenture redemption reserve etc., amount distributed as dividend and adjustments on account of transition to Ind AS.

(f) Amalgamation adjustment deficit

The difference between the carrying values of net identifiable assets and liabilities of the transferor Company transferred to the transferee Company pursuant to the Scheme and the value of consideration paid, has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103, Business Combination of Entities under common control.

(g) Other items of OCI

This reserve represents exchange differences arising on account of conversion of foreign operations to Company's functional currency and fair value of investments.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

14 Financial Liabilities - Borrowings

a) Long-term Borrowings - Secured

(₹ Crores)

Particulars	Non - current portion		Current Maturities (read with note no.19)	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
i. Foreign currency term loan	145.97	92.45	59.08	30.82
ii. Rupee Term Loan	396.22	559.33	163.11	113.11
Total (a)	542.19	651.78	222.19	143.93

Details of above:-

(₹ Crores)

Sr. No.	Nature of Loan/ Institutions	Non - current portion		Current Maturities	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
i.	Foreign currency term loans				
	- ECB- J P Morgan Chase Bank, Singapore	62.56	92.45	31.28	30.82
	- ECB- HSBC Hongkong	83.41	-	27.80	-
ii.	Rupee Term Loan				
	- HDFC Bank Ltd.	396.22	559.33	163.11	113.11
	Total	542.19	651.78	222.19	143.93

b) Details of securities and repayment terms of secured loans stated above ;

(i) Foreign Currency Term Loans (Secured)

1 JP Morgan Chase Bank, Singapore

This facility is secured by way on an exclusive charge on Solar and Wind projects of the company. Repayable in 16 quarterly equal installments of USD 9,37,500 starting from May 23, 2023.

2 HSBC Hongkong

This facility is secured by first ranking pari passu charge on all then movable Assets (present and future) (Excluding Solar Power Project situated at Khandwa MP, Solapur Maharashtra and Patan Gujarat which are exclusively charged to JP Morgan Chase Singapore).

Repayable in 18 quarterly equal installment of USD 8,33,333 starting from December 15, 2023.

(ii) Rupee Term Loan (Secured)

1 Term Loan-I - HDFC Bank Ltd.

Secured by first pari-passu charge over current and future movable property, plant and equipment of the Company except solar and wind projects.

Repayable in 20 quarterly installments from June 14, 2022.

(₹ Crores)

Period	Amounts per quarter
2024 - 2025	23.28
2025 - 2027	23.28

2 Term Loan-II - HDFC Bank Ltd.

Secured by pari- passu first charge on all present and future movable property, plant and equipment except solar and wind projects. Movable property, plant and equipment including but not limited to plant and machinery, spares, tools and accessories, and excluding any fixed assets already charged to other lenders.

Repayment in 20 quarterly installments from June 27,2023.

		(₹ Crores)
Period		Amounts per quarter
2024 - 2025		17.50
2025 - 2028		17.50

c) Term loans taken during the year, have been used for the specific purpose for which it was taken.

d) Maturity profile of borrowings is as per the original sanction terms without Ind AS effects.

			(₹ Crores)
Particulars	March 31, 2024	March 31, 2023	
Installment payable within 1 year	222.19	143.93	
Installment payable between 1 to 2 years	222.19	387.85	
Installment payable between 2 to 5 years	320.00	263.93	
Installment payable beyond 5 years	-	-	
Total	764.38	795.71	

e) The long-term loans are taken at the following rates.

Particulars	As at March 31, 2024	As at March 31, 2023
	Interest Band	
Rupee Term Loan-I	3 months TBILL + 0.94%	3 months TBILL + 0.94%
Rupee Term Loan-II	1 month TBILL + 1.10%	1 month TBILL + 1.10%
Foreign currency loan	3 Month Term SOFR + 0.90% to 1.30%	3 Month Term SOFR + 0.90%

f) Registration of charges or satisfaction with Registrar of Company

Registration of charges

As at March 31, 2024, the Company has registered all charges duly with Registrar of the Companies in favour of the lenders.

Satisfaction of charges

As per the records of the Registrar of Companies, Maharashtra, available on their website, various charges are yet to be satisfied, however, as per records of the Company, such loans have been fully repaid and none of the lenders have communicated or demanded any outstanding amount from the Company. The summarized details are as under:

No. of Cases	Aggregate Amount (₹ Crores)	Period range	Reason
20	58.15	1961-2005	Old cases-Records not available/being taken up with lenders.
8	42.26	1972-2010	Necessary form filed, however, ROC records not updated.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**g) Reconciliation of cash flows from financing activities as per Ind AS 7**

(₹ Crores)

Particulars	Lease liabilities	Interest	Long term borrowings	Short term borrowings
Balance as on April 1, 2022	15.40	0.86	395.18	365.83
Interest accrued	1.36	41.50	-	-
Changes from financing cash flows	(6.65)	(38.51)	391.69	289.58
Payment of current maturities of long term borrowing	-	-	-	(28.25)
Exchange (gain) / loss	-	-	8.84	(0.26)
Addition during the year	7.66	-	-	-
Transfer within categories	-	-	(143.93)	143.93
Closing balance as on March 31, 2023	17.77	3.85	651.78	770.83
Interest accrued	1.61	118.00	-	-
Changes from financing cash flows	(6.15)	(115.14)	109.96	(258.88)
Payment of current maturities of long term borrowing	-	-	-	(143.93)
Exchange (gain) / loss	-	-	2.64	0.51
Addition during the year	5.68	-	-	-
Transfer within categories	-	-	(222.19)	222.19
Closing balance as on March 31, 2024	18.91	6.71	542.19	590.72

15 Other Financial Liabilities

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Deposits from customers	-	0.97	-	1.16
Interest accrued	-	6.71	-	3.85
Unpaid dividends	-	1.51	-	1.40
Amount payable on hedging transactions	-	0.08	-	11.03
Payable for capital goods	-	41.29	-	68.92
Payable to Employees	-	242.56	-	153.23
Other liabilities	-	10.08	-	19.17
Total	-	303.20	-	258.76

16 Provisions

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Gratuity	-	-	1.40	1.83
Compensated absences	50.49	8.27	45.17	6.97
Other employee related provision	-	1.24	-	5.06
Provision for breakage/damage	-	5.42	-	4.68
Provision for product expiry	-	80.43	-	75.39
Provision for sales return	-	10.83	-	11.38
Provision for tax (net of prepaid)	-	2.89	-	2.56
Total	50.49	109.08	46.57	107.87

16.1 The disclosure of provisions movement as required by Ind AS 37 is as follows:-

(₹ Crores)

Particulars		2023-24	2022-23
(i)	Provision for breakage/damage		
	Balance at the beginning of the period	4.68	6.15
	Provisions made during the period	10.70	7.06
	Utilizations during the period	(9.96)	(8.53)
	Provision at the end of the period	5.42	4.68
(ii)	Provision for product expiry		
	Balance at the beginning of the period	75.39	71.50
	Provisions made during the period	62.48	52.53
	Utilizations during the period	(57.44)	(48.64)
	Provision at the end of the period	80.43	75.39
(iii)	Provision for sales return		
	Balance at the beginning of the period	11.38	13.73
	Provisions made during the period	35.60	31.06
	Utilizations during the period	(36.15)	(33.41)
	Provision at the end of the period	10.83	11.38
(iv)	Provision for wage arrears under negotiation		
	Balance at the beginning of the period	5.06	2.22
	Provisions made during the period	0.54	2.84
	Utilizations during the period	(4.36)	-
	Provision at the end of the period	1.24	5.06

16.2 Disclosure in accordance with Ind AS – 19 “Employee Benefits”, of the Companies (Indian Accounting Standards) Rules, 2015.

Gratuity

The company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied by the number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognized funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

Market risk (discount risk)

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Longevity Risk

The impact of longevity risk will depend on whether the benefits are paid before retirement age or after. Typically for the benefits paid on or before the retirement age, the longevity risk is not very material.

Actuarial risk

Salary Increase Assumption: Actual Salary increase that are higher than the assumed salary escalation, will result in increase to the obligation at a rate that is higher than expected.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

The following table summarizes the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the Balance Sheet.

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Expense recognized in statement of profit & loss		
Current service cost	11.78	10.64
Interest expense	7.88	6.81
Expected return on plan assets	(8.20)	(7.00)
Total	11.46	10.45
Expense recognized in Other Comprehensive Income		
Return on plan assets (greater)/less than discount rate	(0.42)	(0.02)
Actuarial (gain)/loss due to experience on defined benefit obligation (DBO)	2.27	2.77
Total	1.85	2.75
Present value of funded defined benefit obligation	126.30	112.29
Fair value of plan assets	(126.77)	(109.06)
Funded status	(0.47)	3.23
Net defined benefit (asset) / liability	(0.47)	3.23
Movements in present value of DBO		
Present value of defined benefit obligation at the beginning of the year	112.29	99.71
Current service cost	11.78	10.64
Interest cost	7.88	6.81
Actuarial (gain)/loss	2.27	2.77
Benefits paid	(7.92)	(7.64)
Present value of defined benefit obligation at the end of the year	126.30	112.29
Movements in fair value of the plan assets are as follows		
Opening fair value of plan assets	109.05	96.88
Expected returns on plan assets	8.20	7.00
Remeasurement (gains)/losses:		
Actuarial gain/(loss) on plan assets	0.42	0.02
Contribution from Employer	17.00	12.63
Benefits paid	(7.90)	(7.48)
Closing fair value of the plan assets	126.77	109.05
Remeasurement effect recognized on Other Comprehensive Income		
Actuarial (gain)/loss arising from experience adjustments	2.27	2.77
Actuarial (gain)/loss on plan assets	(0.42)	(0.02)
Total actuarial (gain)/loss included in OCI	1.85	2.75

The principal assumptions used as at the balance sheet date for the purpose of actuarial valuations were as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Financial assumptions		
Discount rate	7.22%	7.52%
Salary increase rate	6.00%	6.00%
Demographic assumptions		
Mortality rate	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Withdrawal rate	5%	5%
Retirement age	58 Years	58 Years

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

The rate used to discount post-employment benefit obligations is determined by reference to market yields at the end of the reporting period on government bonds.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality.

The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of reporting period, while holding all other assumptions constant.

Particulars	As at March 31, 2024	As at March 31, 2023
Defined benefit obligation		
Discount rate		
a. Discount rate - 100 basis points	135.53	120.52
b. Discount rate + 100 basis points	118.22	105.08
Salary increase rate		
a. Rate - 100 basis points	118.06	104.92
b. Rate + 100 basis points	135.55	120.56

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would clear in isolation of one another as some of the assumptions may be correlated.

Further more, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The gratuity liability for employees who were transferred under the scheme of merger in the previous year is unfunded. The closing liability for the transferred employees is ₹ 1.49 Crores. (Current- Rs. 0.09 Crore and Non -current- ₹ 1.40 Crores).

17 Deferred Tax Liabilities (Net)

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
Deferred tax liabilities on account of :				
Property, plant and equipment and ROU Assets	205.36	206.26	197.32	197.97
Fair value of investments	0.90		0.65	
Deferred tax asset on account of :				
Lease Liability	4.76		4.47	
Tax Disallowances	18.41	23.17	14.05	18.52
Net deferred tax liability		183.09		179.45

The Government of India had issued the Taxation Laws (Amendment) Act, 2019, which provides domestic companies an option to pay corporate tax at reduced rates effective April 1, 2019 subject to certain conditions. The Company, in the quarter ended June 30, 2022, has decided to opt for a lower tax regime under section 115BAA (New Scheme) with effect from this financial year. In view of the same, outstanding MAT credit balance, which would not be available for set-off in future under the lower tax regime, has not been considered and the liability is reassessed at the new tax regime rate. As a result of the adoption of the New Scheme, net charge to the profit and loss is Rs. 8.76 crores (MAT credit charged off Rs. 72.46 Crores and Rate change impact Rs. 63.70 Crores) which has been effected in the year ended March 31, 2023. Provision for Current tax and deferred tax has been considered accordingly.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**18 Other Non-Financial Liabilities**

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Advance from customers - Contract Liability	-	15.06	-	27.25
Deferred Income	0.12	0.15	0.28	0.15
Duties & taxes payable	-	32.35	-	28.80
Other Payables	-	8.98	-	7.57
Total	0.12	56.54	0.28	63.77

19 Financial Liabilities - Short - term Borrowings

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
(i) Secured Loans:				
Working capital loan from banks *		226.16		62.20
Current maturities of long-term debt (refer note no.14)		222.19		143.93
(ii) Unsecured Loans:				
Working capital loan from banks		142.37		564.70
Total		590.72		770.83

- a) * Working capital loan from banks are secured by first charge by way of hypothecation of all the stocks, book debts and all other movable current assets of the Company and second charge by way of mortgage of the specific immovable properties of the Company and hypothecation of plant & machinery of the Company.
- b) Quarterly statements of stocks and other current assets filed by the Company with banks are in agreement with the books of accounts.

20 Financial Liabilities - Trade Payables

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
a) Trade payables for goods and services:				
- Total outstanding dues of Micro and small enterprises		66.05		123.62
- Others		335.84		286.87
b) Acceptances		20.85		40.35
Total		422.74		450.84

Trade payables (other than MSME) and acceptances are non-interest bearing and are normally settled between 0-120 days.

Details of dues to micro and small enterprises as defined under MSME Act, 2006

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Principal amount due	66.05	123.62
Interest due on above	0.01	0.06
Amount paid in terms of Sec 16 of the Micro, Small and Medium Enterprise Development Act, 2006		
- Principal amount paid beyond appointed day	24.48	4.31
- Interest paid thereon	-	-
Amount of interest due and payable for the period of delay	0.22	0.02
Amount of interest accrued and remaining unpaid as at year end	0.23	0.08
Amount of further interest remaining due and payable in the succeeding year	-	-

The Company has compiled the above information based on written confirmations collected by the Company from suppliers.

Trade Payables as on 31.03.2024, ageing schedule is as under :-

(Ageing from Due Date)

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	61.16	4.86	0.03	-	-	66.05
(ii) Others	224.44	121.80	6.09	3.96	0.31	356.60
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	0.09	0.09
Total Trade Payables	285.60	126.66	6.12	3.96	0.40	422.74

Trade Payables as on 31.03.2023, ageing schedule is as under :-

(Ageing from Due Date)

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	121.58	2.04	-	-	-	123.62
(ii) Others	208.85	110.40	7.22	0.11	0.53	327.11
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	0.03	0.08	0.11
Total Trade Payables	330.43	112.44	7.22	0.14	0.61	450.84

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**21 Current Tax Liabilities (Net)**

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for taxation (net of taxes paid)	33.48	21.75
Total	33.48	21.75

22 Revenue from Operations (Net)

(₹ Crores)

Particulars	2023-24	2022-23
Sale of products	6,114.14	5,770.73
Sale of services	7.65	6.45
Other operating revenues:		
Export incentives	17.59	5.93
Scrap sales	16.54	17.39
Sundry balances w/back	0.65	1.71
Miscellaneous income	9.89	12.41
Total	6,166.46	5,814.62

22.1 Disclosure relating to disaggregation of revenue in terms of Ind AS-115

(₹ Crores)

Particulars	2023-24			
	Branded Generics	Generics	APIs	Total
A Domestic	3,097.16	-	316.93	3,414.09
B Exports				
Europe	3.73	465.00	315.26	783.99
Africa	162.02	315.74	42.69	520.45
Americas	63.57	121.31	255.49	440.37
Asia (Excluding India)	91.08	43.10	267.10	401.28
CIS	206.11	0.65	45.89	252.65
Australasia	0.19	302.82	5.95	308.96
Total (B)	526.70	1,248.62	932.38	2,707.70
Total (A+B)	3,623.86	1,248.62	1,249.31	6,121.79

(₹ Crores)

Particulars	2022-23			
	Branded Generics	Generics	APIs	Total
A Domestic	2,760.71	-	373.05	3,133.76
B Exports				
Europe	8.59	346.26	273.53	628.38
Africa	185.22	362.80	55.05	603.07
Americas	48.28	114.89	297.79	460.96
Asia (Excluding India)	74.44	36.38	341.52	452.34
CIS	187.56	0.88	32.53	220.97
Australasia	0.70	273.19	3.81	277.70
Total (B)	504.79	1,134.40	1,004.23	2,643.42
Total (A+B)	3,265.50	1,134.40	1,377.28	5,777.18

Disaggregation on the basis of class of customer

(₹ Crores)

Sr. No.	Particulars	2023-24 Exports	2022-23 Exports
	Formulation		
A	Institutional Sales	266.98	333.04
B	Non - Institutional Sales	1,508.34	1,306.15
	Total	1,775.32	1,639.19

22.2 Information about major customers:

No single customer represents 10% or more of the company's total revenue during the year ended March 31, 2024 and March 31, 2023.

22.3 Contract Liability

The Contract liability primarily relate to advances received from the customers against orders. Significant changes in the contract liabilities balance during the period are as under:

(₹ Crores)

Particulars	2023-24	2022-23
Balances at the beginning of the year	27.25	26.73
Add: Increases due to cash received during the year excluding amounts recognized as revenue during the year	14.66	26.93
Less: Revenue recognized that was included in the contract liability balance at the beginning of the year	26.85	26.41
Advances received which have remained outstanding at the end of the year	15.06	27.25

The contractual commitment with respect to contract liability will be executed in one year's time.

23 Other Income

(₹ Crores)

Particulars	2023-24	2022-23
Interest income on financial asset at amortized cost;		
- From Banks	41.77	58.14
- From Others	13.99	15.62
Income on Financial Assets carried at fair value through Profit or loss;		
- Net Gain on Sale of Mutual Fund Investments	26.37	12.78
- Changes in fair value of Investments designated at FVTPL	23.07	2.19
Profit on sale of Property, Plant & Equipment *	-	16.05
Miscellaneous income	6.09	6.41
Total	111.29	111.19

* Non-current assets held for Sale

The Company has sold non-current assets held for sale in the previous year on which Company has recognized profit of Rs. 16.05 Crores.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**24 Cost of Materials Consumed**

(₹ Crores)

Particulars	2023-24		2022-23	
	Raw materials consumed			
Opening stock	646.36		676.87	
Add : Purchases (net of discount)	1,358.58		1,397.51	
Add : Raw material conversion charges	35.50		30.04	
	2,040.44		2,104.42	
Less : Closing stock	607.59	1,432.85	646.36	1,458.06
Packing materials consumed				
Opening stock	58.05		48.99	
Add : Purchases (net of discount)	272.90		261.18	
	330.95		310.17	
Less : Closing stock	48.80	282.15	58.05	252.12
Neutralization of duties and taxes on inputs for exports - duty drawback benefits		(26.64)		(26.15)
Total		1,688.36		1,684.03

25 Purchases of Traded Goods

(₹ Crores)

Particulars	2023-24	2022-23
	Formulations	323.90
Active Pharmaceutical ingredients/ Intermediates	21.31	13.95
Total	345.21	280.91

26 Changes in inventories of Finished Goods (FG), Work-in-progress (WIP) and Traded Goods

(₹ Crores)

Particulars	2023-24		2022-23	
	Inventory adjustments - WIP			
Stock at commencement	324.27		349.58	
Less: - Stock at closing	312.86	11.41	324.27	25.31
Biological Assets- standing crops				
Stock at commencement	-		-	
Less: - Stock at closing (refer note no. 8A for disclosure)	1.75	(1.75)	-	-
Inventory adjustments - FG				
Stock at commencement :				
Own	530.79		588.89	
Traded	58.18		78.86	
	588.97		667.75	
Less: Stock at closing :				
Own	590.48		530.79	
Traded	63.34	(64.85)	58.18	78.78
Total		(55.19)		104.09

27 Employee Benefits Expenses

(₹ Crores)

Particulars	2023-24	2022-23
Salaries , bonus , perquisites , etc.	1,224.08	1,090.03
Contribution to provident and other funds	55.61	50.82
Leave encashment	17.40	13.97
Leave travel assistance	3.54	3.90
Gratuity expenses	11.54	10.62
Staff welfare expenses	20.53	20.94
Recruitment & training	3.49	3.11
Total	1,336.19	1,193.39

28 Finance Cost

(₹ Crores)

Particulars	2023-24	2022-23
Interest expense	109.22	39.76
Other borrowing cost	0.50	0.45
Interest expenses on lease liability (Refer note no.34)	1.61	1.37
Interest on Indirect taxes	8.28	1.29
Interest on Direct taxes	1.06	1.05
Total	120.67	43.92

29 Depreciation & Amortization

(₹ Crores)

Particulars	2023-24	2022-23
Depreciation on tangible assets	229.33	210.16
Depreciation on Right-of-use assets	8.75	8.97
Amortization on intangible assets	8.40	9.50
Total	246.48	228.63

30 Other Expenses

(₹ Crores)

Particulars	2023-24	2022-23
Consumption of stores and spares	69.48	65.06
Power and fuel	246.49	269.74
Water charges	6.84	7.47
Freight, forwarding and transportation	117.13	146.44
Outside manufacturing charges	55.01	28.90
Repairs and maintenance	195.08	178.48
Loss on sale of property, plant & equipment	1.02	-
Property, plant & equipment scrapped	0.36	2.84
Commission on sales and brokerage	34.79	43.68
Field staff expenses	114.13	113.02
Sales and marketing expenses	403.33	345.45
Product information catalogue	37.24	39.30
Expenditure on scientific research	51.01	46.13
Laboratory expenses and analytical charges	56.95	55.46

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

(₹ Crores)

Particulars	2023-24	2022-23
Rent	15.35	13.36
Rates and taxes	11.75	11.58
Travelling expenses	28.77	28.32
Professional charges	38.54	35.28
Printing and stationery	10.19	9.41
Books, subscription and software	4.19	6.76
Product registration expenses	28.61	22.50
GST Expenses	42.40	39.90
Communication expenses	7.30	7.25
Insurance	24.25	22.82
Intellectual property right expenses	0.61	0.77
Remuneration to auditors (Including Limited Review & Tax Audit)	1.00	0.83
Bank charges	1.91	2.42
Provision for doubtful debts/advances	-	0.01
Bad debts and other balance w/off	0.66	2.55
CSR expenses	21.36	21.88
Foreign exchange (gain) / loss - net (Refer Note 3 below)	(21.84)	31.01
Political contribution	16.00	12.71
Fair value changes- Biological assets	0.57	-
Miscellaneous expenses (none of which individually forms more than 1% of the operating revenue)	20.03	29.02
Total	1,640.51	1,640.35
Details of:		
1 Repairs and maintenance:		
Building	32.37	30.23
Machinery	142.41	131.70
Others	20.30	16.55
	195.08	178.48
2 Remuneration to auditors:		
Audit fees including Limited Review	0.66	0.52
Tax Audit including Transfer Pricing	0.10	0.11
Tax matters	0.20	0.15
Certification and other services	0.04	0.05
	1.00	0.83

- 3 The Company consistently discloses the impact of exchange (gain) / loss as part of other expenses to maintain uniformity of disclosure in each quarter and annual accounts.

The Foreign exchange (gain) / loss includes unrealised gain on forward contract amounting to Rs. 10.95 crores (Previous year loss on forward contracts amounting to Rs. 11.03 crores)

4 Total expenditure on R & D is included in respective heads of accounts as under:

Particulars	(₹ Crores)	
	2023-24	2022-23
Expenditure on Scientific Research (Includes stores and chemicals, bio-availability, bio-equivalence and toxicity Studies)	51.01	46.13
Cost of materials consumed	3.54	2.68
Employee benefits expenses	64.07	54.84
Other expenses	31.27	27.11
Depreciation	15.02	15.82
Total	164.91	146.58

31 Exceptional Item

Particulars	(₹ Crores)	
	2023-24	2022-23
Impairment of exposure in Subsidiary	45.92	-
Impairment of exposure in Associate	48.40	-
Business acquisition expenses	39.04	-
Total	133.36	-

Disclosure on above

a Impairment of exposure in Subsidiary

During the year the company has carried out impairment testing towards the exposure in the subsidiary Ipca Pharmaceuticals Inc., USA and based on the estimations of the carrying value the company has provided impairment amounting to Rs. 45.92 crores

b Impairment of exposure in Associate

During the year the company has carried out impairment testing towards the exposure in the associate Krebs Biochemicals & Industries Ltd. and based on the estimations of the carrying value the company has provided impairment amounting to Rs. 48.40 crores

c Business acquisition expenses

During the year the company has acquired 52.67% stake in Unichem Laboratories Ltd. for which the company has incurred acquisition expenses amounting to Rs. 39.04 crores

32 Tax Expense

Particulars	(₹ Crores)	
	2023-24	2022-23
Current tax	291.00	223.95
Short / (excess) provision of taxes for earlier years	(2.99)	-
Deferred tax	3.74	20.84
Total	291.75	244.79
i. Reconciliation of current rate of tax and effective rate of tax:		
Profit before Income taxes	822.16	750.49
Enacted tax rates in India (%)	25.17%	25.17%
Computed expected tax expenses	206.94	188.90
Depreciation differential	(7.76)	(4.12)
Effect of non- deductible expenses	98.54	62.00
Effect of deductible expenses	(30.78)	(14.68)
Research and Development expenses	(2.92)	(6.47)
Unabsorbed losses of merged entity	-	(7.30)
Tax on Capital transaction	26.00	3.96
Others	0.98	1.66
Income tax expenses - Net	291.00	223.95

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024
ii. Reconciliation of Deferred Tax
Deferred tax (assets) / liabilities in relation to:
(₹ Crores)

Particulars	As at March 31, 2023	Recognized in OCI	Recognized in profit / loss	As at March 31, 2024
Property, plant and equipment and ROU Assets	197.32	-	8.04	205.36
MAT credit available	-	-	-	-
Lease Liability	(4.47)	-	(0.29)	(4.76)
Tax Disallowances	(14.05)	-	(4.36)	(18.41)
Fair Value of Investments	0.65	(0.10)	0.35	0.90
Unabsorbed losses	-	-	-	-
Total	179.45	(0.10)	3.74	183.09

(₹ Crores)

Particulars	As at March 31, 2022	Recognized in OCI	Recognized in profit / loss	As at March 31, 2023
Property, plant and equipment and ROU Assets	259.99	-	(62.67)	197.32
MAT credit available	(72.46)	-	72.46	-
Lease Liability	(5.38)	-	0.91	(4.47)
Tax Disallowances	(18.15)	-	4.10	(14.05)
Fair Value of Investments	-	0.10	0.55	0.65
Unabsorbed losses	(5.49)	-	5.49	-
Total	158.51	0.10	20.84	179.45

33 Disclosure as required by Accounting Standard – Ind AS 33 “Earning Per Share” of the Companies (Indian Accounting Standards) Rules 2015.

The earning per share is calculated by dividing the profit after tax by weighted average number of shares outstanding for basic & diluted EPS.

(₹ Crores)

Particulars	2023-24	2022-23
i. Profit after tax and before exceptional Items	663.77	505.70
ii. Profit after tax and exceptional Item	530.41	505.70
iii. Equity shares outstanding at year end (nos.)	25,37,04,218	25,37,04,218
iv. Weighted avg no. of shares outstanding (nos.) (basic)	25,37,04,218	25,37,04,218
v. Nominal value of equity share (₹)	1.00	1.00
vi. Basic EPS before exceptional item (i / iv) (₹)	26.16	19.93
vii. Basic EPS after exceptional item (ii / iv) (₹)	20.91	19.93

In the absence of derivative financial instruments, dilutive EPS is not disclosed.

34 Disclosure in accordance with Ind AS – 116 “Leases”, of the Companies (Indian Accounting Standards) Rules, 2015.

Following is carrying value of right-of-use asset recognized and the movements thereof during the year ended March 31, 2024

(₹ Crores)

Particulars	Land and Buildings 2023-24	Land and Buildings 2022-23
Balance as at 1st April	18.95	20.26
Additions during the year	12.10	7.66
Deletion during the year	-	-
Depreciation on Right-of-use asset	8.75	8.97
Balance as at 31st March	22.30	18.95

Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

The following is the carrying value of lease liability and movement thereof during the year ended March 31, 2024

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at 1 st April	17.77	15.40
Additions during the year	5.68	7.66
Finance cost accrued during the year	1.61	1.37
Deletions	-	-
Payment of lease liabilities	6.15	6.66
Balance as at 31st March	18.91	17.77
Current portion of Lease liability	4.41	3.96
Non - Current portion of Lease liability	14.50	13.81
Total	18.91	17.77

The weighted average incremental borrowing rate applied to lease liabilities is 9% except one agreement of Krebs Biochemicals where Inter Company Deposit rate is available, which is 8%.

The details of the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis are as follows:

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Less than one year	5.91	5.39
One to five years	9.60	10.32
More than five years	34.56	27.41
Total	50.07	43.12

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

35 Segment Reporting

Disclosure as required by Ind AS 108 “Operating Segment”, of the Companies (Indian Accounting Standards) Rules, 2015.

Based on the “management approach” as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the Company’s performance in accordance with Ind AS “Operating Segment”, the Company has only one reportable operating segment i.e. Pharmaceuticals. The additional disclosure is being made in the consolidated financial statements.

36 Disclosure in accordance with Ind AS - 24 “Related Party Disclosures”, of the Companies (Indian Accounting Standards) Rules, 2015.

A. List of related parties

Relationships	Country
i. Entities having significant influence	
Shareholders of Ipca Laboratories Ltd.	
Kaygee Investments Pvt. Ltd.	India
Subsidiaries	
Ipca Pharmaceuticals, Inc.	USA
Ipca Laboratories (U.K.) Ltd.	United Kingdom
Ipca Pharma (Australia) Pty Ltd.	Australia
Ipca Pharma Nigeria Ltd.	Nigeria
Ipca Pharmaceuticals Ltd.SA de CV	Mexico
Trophic Wellness Pvt. Ltd.	India
Unichem Laboratories Ltd. (w.e.f August 2, 2023)	India

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024

Relationships		Country
Step-down Subsidiaries		
Ipca Pharma (NZ) Pty. Ltd.	(Subsidiary of Ipca Pharma (Australia) Pty Ltd.	New Zealand
Onyx Scientific Limited	(Subsidiary of Ipca Laboratories (U.K.) Ltd.)	United Kingdom
Pisgah Laboratories Inc	(Subsidiary of Ipca Pharmaceuticals, Inc.,USA)	USA
Bayshore Pharmaceuticals LLC	(Subsidiary of Ipca Pharmaceuticals, Inc.,USA)	USA
Niche Generics Ltd.	(Subsidiary of Unichem Laboratories Ltd.)	United Kingdom
Unichem S.A. Pty Ltd.	(Subsidiary of Unichem Laboratories Ltd.)	South Africa
Unichem Pharmaceuticals (USA) Inc.	(Subsidiary of Unichem Laboratories Ltd.)	USA
Unichem Farmaceutica Do Brasil Ltda.	(Subsidiary of Unichem Laboratories Ltd.)	Brazil
Unichem Laboratories Limited, Ireland.	(Subsidiary of Unichem Laboratories Ltd.)	Ireland
Unichem China Pvt Ltd.	(Subsidiary of Unichem Laboratories Ltd.)	China
ii. Associates		
Krebs Biochemicals & Industries Ltd.		India
Lyka Labs Ltd. (up to 07.08.2022)		India
iii. Joint Venture		
Avik Pharmaceutical Ltd.		India
Lyka Labs Ltd. (w.e.f 08.08.2022)		India
iv. Key Management Personnel		
Mr. Premchand Godha	Executive Chairman	India
Mr. Ajit Kumar Jain	Managing Director and CFO	India
Mr. Pranay Godha	Managing Director and CEO	India
Mr. Prashant Godha	Executive Director	India
Mr. Anand T. Kusre (Retired on 31 st March, 2024)	Independent Director	India
Dr. Dev Prakash Yadava (till 2 nd August 2022)	Independent Director	India
Dr. Narendra Mairpady (w.e.f 20 th October, 2022)	Independent Director	India
Dr. (Ms.) Manisha Premnath	Independent Director	India
Mr. Kamal Kishore Seth	Independent Director	India
Dr. (Ms.) Swati Patankar (w.e.f 14 th February,2024)	Independent Director	India
v. Other related parties		
(Entities in which directors or their relatives have significant influence and with whom there were transactions during the period)		
Kaygee Laboratories Pvt. Ltd.		India
Nipra Industries Pvt. Ltd.		India
Nipra Packaging Pvt. Ltd.		India
Prabhat Foundation		India
Vandhara Resorts Pvt. Ltd.		India
Makers Laboratories Ltd.		India
Resonance Specialties Limited		India
Ipca Foundation		India

Details of related party transactions are given in statement 1 attached to the financial statement. The value of related party transactions and balances reported are based on actual transactions and without giving effect to notional Ind AS adjustment entries.

37 CSR Expenditure:

- a. Gross amount required to be spent by the Company during the year :₹ 21.36 crores (previous year ₹ 21.88 crores).
- b. i) Amount spent by the Company during the year is as follows:

(₹ Crores)

Sr. No.	Nature of CSR Activities	Paid in cash	Yet to be paid in cash (See note below)	Total
1	Eradication of poverty, promotion of healthcare, sanitation, drinking water etc.	4.09	-	4.09
2	Measures for benefit of veteran Armed forces	0.15	-	0.15
3	Promotion of education, vocational training & skill enhancement etc.	12.18	1.07	13.25
4	Environmental sustainability, animal welfare, natural resource conservation etc.	2.97	-	2.97
5	Promoting of gender equality and empowering women	0.01	-	0.01
6	Protection of national heritage, art, culture etc.	0.24	-	0.24
7	Promotion of rural sports	0.09	-	0.09
8	Rural development	0.33	-	0.33
9	Administration expenses	0.23	-	0.23
	Total	20.29	1.07	21.36

Note: ₹ 1.07 Crores is deposited in "Ipca Labs Limited Unspent CSR Account" on 29th April, 2024 (Special Bank Account) against the ongoing project.

Out of above CSR payments to Related parties are as under:

(₹ Crores)

Particulars	Paid in cash	Yet to be paid in cash	Total
Ipca Foundation	9.56	-	9.56
Total	9.56	-	9.56

- ii) Amount spent by the Company during the previous year is as follows:

(₹ Crores)

Sr. No.	Nature of CSR Activities	Paid in cash	Yet to be paid in cash (See note below)	Total
1	Eradication of poverty, promotion of healthcare, sanitation, drinking water etc.	3.45	-	3.45
2	Measures for benefit of veteran Armed forces	0.15	-	0.15
3	Promotion of education, vocational training & skill enhancement etc.	7.53	2.43	9.96
4	Environmental sustainability, animal welfare, natural resource conservation etc.	2.79	-	2.79
5	Promoting of gender equality and empowering women	1.05	-	1.05
6	Protection of national heritage, art, culture etc.	0.11	-	0.11
7	Promotion of rural sports	0.03	-	0.03
8	Rural development	4.05	-	4.05
9	Administration expenses	0.29	-	0.29
	Total	19.45	2.43	21.88

Note: ₹ 2.45 Crores is deposited in "Ipca Labs Limited Unspent CSR Account" on 26th April, 2023 (Special Bank Account) against the ongoing project.

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Out of above CSR payments to Related parties are as under:

(₹ Crores)

Particulars	Paid in cash	Yet to be paid in cash	Total
Prabhat Foundation	0.25	-	0.25
Ipca Foundation	8.04	-	8.04
Total	8.29	-	8.29

c. Provision created for Corporate Social Responsibility

Particulars	2023-24	2022-23
Opening	2.43	1.75
Addition during the year	1.07	2.43
Utilized during the year	(2.43)	(1.75)
Closing	1.07	2.43

38 Contingent liabilities and Commitments**A. Contingent Liabilities**

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
Claims against the Company not acknowledged as debts	23.86	21.29	22.51	19.94
Amount deposited under protest	(2.57)		(2.57)	
Corporate guarantee given to Bank for				
-Working Capital Finance to Subsidiary	37.53		36.98	
-Others	2.28	39.81	2.28	39.26
Guarantees given by banks in favor of Govt. & others *		21.54		24.12
Term deposit with Bank as security for short term working capital loan provided to Associate company **		11.00		11.00
Other moneys for which the Company is contingently liable for tax, excise, customs and other matters not accepted by the Company *	33.48		37.93	
Amount deposited under protest	(2.61)	30.87	(2.60)	35.33
Total		124.51		129.65

Notes:-

* It includes ₹ 4.15 crore (Previous year ₹ 4.15 crore) towards interest and penalty demanded by excise department, Ankleshwar relating to erstwhile Tonira Pharma Limited since amalgamated with the Company and is not payable in accordance with the order passed by the Hon'ble Central Excise and Service Tax Appellate Tribunal (CESTAT), Ahmedabad. The Department had moved the Hon'ble Gujarat High Court against the said CESTAT order and as per the order of the said Hon'ble High Court, the Company has furnished a Bank Guarantee of 2.00 crore to the Department.

** Company has provided security by way of lien over the term deposit of ₹ 11.00 crores (previous year ₹ 11.00 crores) placed by the company with RBL Bank towards short term credit facility availed by Krebs Biochemicals & Industries Ltd., an Associate company.

B. Commitments

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for:				
Tangible Assets		173.61		133.91
Intangible Assets		-		-
		173.61		133.91
(b) Investment Commitments (net of payments)				-
Share warrants - Lyka Labs				
Preferential allotment of 50 lacs warrants @ ₹ 139.50 per warrant by Lyka Labs Ltd, Joint Venture. This warrants are convertible into equity shares in one or more tranches, at the option of the allottee, within a period of 18 months of its allotment.				
Commitments at beginning of the year	52.31		-	
Commitments during the year on allotment of warrents	-		69.75	
Sub Total	52.31		69.75	
Less : Part payment during the year (Current year - 75% on 24 lacs warrents upon conversion into shares) (previous year - 25% on 50 lacs warrants upon conversion into shares)	(25.11)		(17.44)	
Sub Total	27.20		52.31	
Less : Payment made after end of the year (Current year - 75% on 26 lacs warrents upon conversion into shares) (Previous year - 75% on 24 lacs warrents upon conversion into shares)	(27.20)		(25.11)	
Remaining commitment on signing of the balance sheet				27.20
Unichem acquisition				
As per Share Purchase Agreement (SPA) dated 24 th April, 2023 :				
(a) 2,35,01,440 fully paid-up equity shares of ₹ 2 /- each from one of the promoter shareholder @ ₹ 440 /- per share (33.38% of Unichem's paid-up share capital).	-		1,034.06	
(b) Open offer to the extent of 26% of paid-up share capital of Unichem - 1,83,05,495 shares @ of ₹ 440 /- per share.	-		805.44	
Total Commitment (subject to approval of Competition Commission of India)			-	1,839.50
			-	1,866.70
(c) Other Commitments				
Purchase orders backed by Letter of Credit opened by bankers.		10.33		31.59
Total (a+b+c)		183.94		2,032.20

39 Political Contribution

The political contribution includes amount of Rs.1.00 crore (Previous year Rs. 12.50 crores) given in the form of electoral bonds in accordance with section 182(3) of the Companies Act, 2013 as amended. The Company has during the year given political contribution of Rs.15.00 crores by cheque (Previous year Rs. 0.21 Crore) to Bhartiya Janta Party.

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40 Financial Instruments

The carrying value and fair value of financial instruments by category wise is as follows:

(₹ Crores)

Particulars	Carrying Value		Fair Value	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets				
Amortized cost				
Loans	93.63	116.89	93.63	116.89
Others	134.83	140.01	134.83	140.01
Trade receivables	1,027.40	925.90	1,027.40	925.90
Cash and cash equivalents & other bank balances	112.92	1,706.06	112.92	1,706.06
FVTPL				
Mutual funds considered as cash and cash equivalents	410.60	323.32	410.60	323.32
Derivative assets	-	-	-	-
FVTOCI				
Investments carried at FVTOCI	18.56	25.37	18.56	25.37
Total financial assets	1,797.94	3,237.55	1,797.94	3,237.55
Financial liabilities				
Amortized cost				
Borrowings	1,132.91	1,422.61	1,132.91	1,422.61
Lease liability	18.91	17.77	18.91	17.77
Trade payables	422.74	450.84	422.74	450.84
Others	303.12	247.73	303.12	247.73
FVTPL				
Derivative liabilities	0.08	11.03	0.08	11.03
Total financial liabilities	1,877.76	2,149.98	1,877.76	2,149.98

The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

41 Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

(₹ Crores)

Particulars	Fair Value measurement using				
	Date of Valuation	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Financial assets measured at fair value	As at March 31, 2024				
Measured at FVTPL					
Mutual funds		410.60	-	-	410.60
Derivative financial assets (Forward contracts)		-	-	11.49	11.49
Biological Assets		-	-	1.75	1.75
Biological Assets other than bearer plant		-	-	0.14	0.14
Measured at FVTOCI					
Investments		-	-	18.56	18.56
Total financial assets		410.60	-	31.94	442.54
Financial liabilities measured at fair value	As at March 31, 2024				
Measured at FVTPL					
Derivative financial liabilities (Forward contracts)		-	-	0.08	0.08
Total financial liabilities		-	-	0.08	0.08
Financial assets measured at fair value	As at March 31, 2023				
Measured at FVTPL					
Mutual funds		323.32	-	-	323.32
Measured at FVTOCI					
Investments		-	-	25.37	25.37
Total financial assets		323.32	-	25.37	348.69
Financial liabilities measured at fair value	As at March 31, 2023				
Measured at FVTPL					
Derivative financial liabilities (Forward contracts)		-	-	11.03	11.03
Total financial liabilities		-	-	11.03	708.41

42 Financial Risk Factors

The Company's business activities are exposed to a variety of financial risks: market/business risk, credit risk, exchange risk, etc. The Company's focus is to foresee the unpredictability of financial and business risks and seek to minimize potential adverse effects of these risks on its business and financial performance.

i. Business/Market Risk

The primary business/market risk to the Company is the price risk and its ability to pass on the same to its customers. The Company's operations extend to a number of countries across the globe and its products pricing competitiveness is a primary factor for the acceptability of Company's products in those markets. The Company has a robust procurement process, which ensures that its pricing power is not adversely affected by price changes in the market place for its raw materials. The backward integration into manufacturing of several APIs for its own use in the formulations manufacturing also works as a mitigating strategy for price risk faced by the Company.

The other business risk is regulatory risk and regulatory audits of its manufacturing facilities by the regulators to ensure that the manufacturing facilities meet the current Good Manufacturing Practices (cGMP) requirements. While the stringent regulatory requirements and audits works as a business risk, the successful audit of its facilities by regulators coupled with price competitiveness results in higher business and margins for the Company.

The Company's products are also subjected to product liability claims/litigations. To mitigate these risks, the Company has obtained adequate Product Liability Insurance.

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The Company, however, has a reduced risk from dependence on any single customer as no single customer or customer group accounts for more than 10% of Company's annual revenue. The Company also continuously forays into different markets/countries to reduce its dependence on any particular country or customer group. The Company also has a diversified therapeutic product portfolio and therefore no single product account for more than 10% of Company's annual revenue.

ii. Credit risk

The Company has exposure to credit risks associated with sales to various developing markets/countries. To mitigate these credit risks arising out of this, the Company obtains credit insurance on a regular basis after evaluating the credit risk associated with a country/customer. Country/customer where no credit insurance is available, the Company monitors such risk by continuously monitoring its exposure to such country/customer. There was no historically significant credit risk in the domestic market for the Company. Based on the historical data, the Company has made adequate provisions for expected loss because of credit risk, which is neither significant nor material.

iii. Interest risk

The Company has borrowings mainly in foreign currencies which is linked to SOFR. The Company mitigates these risks associated with floating SOFR rates by entering into interest rate swaps to move them to fixed SOFR rates. The domestic interest risk is exposed to the changes in the RBI bank rate. The Company manages this risk by managing its working capital effectively.

iv. Foreign currency risk

The Company continuously manages its risks associated with foreign currency by adopting various hedging strategies in consultation with internal and external experts. The Company has a system of regularly monitoring its currency wise exposures. The significant part of Company's receivables and borrowings are in US Dollars which operates as a natural hedge against each other. The Company has a policy not to borrow in a currency where it has no business exposure.

v. Foreign currency exposure is as follows:

Sr. no.	Particulars	Currency	As at March 31, 2024		As at March 31, 2023	
			Amount in foreign currency (in millions)	Amount (₹ crores)	Amount in foreign currency (in millions)	Amount (₹ crores)
I)	Foreign exchange liability					
a.	ECB term loan & interest	USD	24.73	206.29	15.09	124.02
b.	Packing credit & interest	USD	17.05	142.19	19.04	156.43
		EURO	-	-	-	-
c.	Trade & other payables	USD	12.00	100.10	14.40	118.31
		EURO	0.48	4.34	0.36	3.26
		GBP	0.01	0.10	-	0.02
		CHF	0.01	0.09	-	-
		AUD	0.02	0.11	0.01	0.08
		NZD	0.62	3.11	0.32	1.63
		AED	0.02	0.05	0.03	0.05
II)	Receivables in foreign currency					
a.	Trade & other receivables	USD	57.75	481.64	49.05	402.98
		EUR	12.81	115.16	8.12	72.51
		GBP	4.41	46.31	2.78	28.26
		AUD	7.01	37.92	10.99	60.44
		CAD	6.07	37.19	5.18	31.42
		NZD	10.67	53.10	4.61	23.73
		CHF	0.22	0.26	-	-
		COP	2,481.03	5.31	1,325.36	2.35
b.	Unbilled revenue	CAD	1.04	6.38	0.97	5.91
		NZD	-	-	0.23	1.18

The Company has entered into various derivatives transactions, which are not intended for trading or speculative purpose but to hedge the export receivables included in ((II) a) above and future receivables and foreign currency loan interest rate risks.

vi. Other Price Risk

The Company is mainly exposed to the price risk due to its investment in mutual funds. However, the Company is investing only in debt funds. The price risk arises due to uncertainties about the future market values of these investments. At March 31, 2024, the investments in mutual funds is ₹ 410.60 crores (Previous year ₹ 323.32 crores). These are exposed to price risk. In order to minimize price risk arising from investments in mutual funds, the Company predominately invest in liquid fund where price risk is minimum.

Price risk sensitivity

0.10% increase or decrease in prices will have the following impact on profit/loss before tax and on other components of investment value.

Particulars	Impact on Profit		Impact on Investment Value	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Price - increase by 0.10%*	0.41	0.32	0.41	0.32
Price - decrease by 0.10% *	(0.41)	(0.32)	(0.41)	(0.32)

* assuming all other variables as constant

43 Capital Management

For the purpose of the Company's capital management, capital includes paid-up equity share capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholders' value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust its dividend payment ratio to shareholders, return capital to shareholders or issue fresh shares. The Company monitors capital using a gearing ratio, which is net debt divided by its total capital. The Company includes within its net debt the interest bearing loans and borrowings, trade and other payables less cash and cash equivalents.

Particulars	As at	
	March 31, 2024	March 31, 2023
Borrowings	1,132.91	1,422.61
Trade payables	422.74	450.84
Other payables	303.20	258.76
	1,858.85	2,132.21
Less: Cash and cash Equivalents and Bank Balances		
Cash and cash Equivalents (C&CE)	(108.27)	(1,183.70)
Bank balances	(4.65)	(522.36)
Margin Money	(17.12)	(5.12)
Investment in Mutual Funds	(410.60)	(323.32)
	(540.64)	(2,034.50)
Net debt	1,318.21	97.71
Total Equity	6,379.00	5,907.59
Capital and net debt gearing ratio (in times)	0.21	0.02

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets the financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the lending institutions to immediately call back the loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing the capital during the years ended March 31, 2024 and March 31, 2023.

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Notes to Standalone Financial Statements as at and for the year ended March 31, 2024**44 Derivative Financial Instruments**

The details of outstanding foreign exchange forward contracts and other derivatives designated as cash flow hedges:

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts - Exports	USD	84.26	81.25
	STG	11.54	7.50
	EUR	25.00	19.66
	AUD	21.75	23.89
	CAD	1.62	4.68
	NZD	15.05	10.32
Forward Contracts - Imports	USD	0.21	0.44
Other Derivatives:			
Options	USD	-	6.00

The foreign exchange forward contracts mature within twelve months or more. The table below shows the derivative financial instruments into relevant maturity groupings based on the remaining period as at balance sheet date:

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts - Exports			
Not later than one month	USD	1.97	6.00
	STG	1.04	-
	EUR	3.49	0.66
	CAD	0.62	0.38
	AUD	1.00	3.17
	NZD	0.85	1.89
Later than one month but not later than three months	USD	18.39	19.25
	STG	2.30	1.00
	EUR	8.00	6.00
	CAD	1.00	2.00
	AUD	3.00	5.00
	NZD	4.00	3.43
Later than three months but not later than one year	USD	63.90	56.00
	STG	8.20	5.50
	EUR	13.51	13.00
	CAD	-	2.30
	AUD	17.75	15.72
	NZD	10.20	5.00
Later than one year	STG	-	1.00

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
Forward Contracts - Imports		In Million	In Million
Not later than one month	USD	0.07	0.14
Later than one month but not later than three months	USD	0.10	0.30
Later than three months but not later than one year	USD	0.04	-

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
Forward Contracts - Options		In Million	In Million
Not later than one month	USD	-	-
Later than one month but not later than three months	USD	-	-
Later than three months but not later than one year	USD	-	6.00

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be re-balanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedged ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted in the Statement of Profit and Loss at the time of hedge relationship re-balancing.

The reconciliation of cash flow hedge reserve is as follows:

Particulars	(₹ Crores)	
	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the period	-	(0.20)
Changes in the fair value of effective portion of cash flow hedges	-	-
Gain/(loss) transferred to the statement of profit & loss on occurrence of forecasted hedge transactions	-	0.20
Deferred tax on fair value of effective portion of cash flow hedges	-	-
Balance at the end of the period	-	-

The Company offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and the Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. During the year the Company has not settled any such transactions.

IPCA LABORATORIES LIMITED. CIN L24239MH1949PLC007837**Notes to Standalone Financial Statements as at and for the year ended March 31, 2024****45 Analytical Ratios :**

Sr. No.	Ratio	Numerator/ Denominator	Units	31st March, 2024	31st March, 2023	% Variance	Reason for Variance (where variance is more than 25%)
1	Current Ratio	$\frac{\text{Current assets}}{\text{Current liabilities}}$	No. of times	2.31	2.91	-21%	-
2	Debt Equity Ratio	$\frac{\text{Total Debt}}{\text{Shareholder's Equity}}$	No. of times	0.18	0.24	-25%	-
3	Net Profit Ratio	$\frac{\text{Net Profit}}{\text{Net Sales}}$	Percentage	8.66%	8.75%	-1%	
4	Return on Equity	$\frac{\text{Net Profit after taxes}}{\text{Average Shareholder's Equity}}$	Percentage	8.68%	8.91%	-3%	
5	Return on Capital Employed	$\frac{\text{EBIT}}{\text{Capital employed}}$	Percentage	12.30%	10.62%	16%	-
6	Return on Investment	$\frac{\text{Interest on Mutual Fund}}{\text{Average amount of Mutual Fund}}$	Percentage	7.38%	4.81%	53%	Ratio increase due to increase in yield.
7	Trade Receivable Turnover Ratio	$\frac{\text{Net Credit Sales}}{\text{Average Account Receivable}}$	No. of times	6.27	6.60	-5%	-
8	Trade payable Turnover Ratio	$\frac{\text{Net Credit Purchase}}{\text{Average Trade Payable (incl. services)}}$	No. of times	4.53	4.11	10%	-
9	Inventory Turnover Ratio	$\frac{\text{Cost of goods Sold}}{\text{Average Inventory}}$	No. of times	1.19	1.20	-1%	-
10	Net capital turnover ratio	$\frac{\text{Net Sales}}{\text{Average Working Capital}}$	No. of times	2.36	1.90	24%	-
11	Debt Service Coverage Ratio	$\frac{\text{Earnings available to Debt Service}}{\text{Debt Service}}$	No. of times	3.79	11.44	-67%	Substantial increase in debt compared to increase in profit.

46 Audit Trail Disclosure

The Ministry of Corporate Affairs (MCA) by the Companies (Accounts) Amendment Rules 2021 and vide notification dated 24 March 2021 has issued the "Companies (Audit and Auditors) Amendment Rules, 2021" has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

As required under above rules, the company uses in-house developed software for its financial accounting and MIS which works along with Database – Oracle as accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded and the audit trail feature has not been tampered with.

However, the audit trail feature was not enabled at the database level for Database - Oracle to log any direct data changes, used for maintenance of all accounting records by the Company.

47 Figures for the previous year have been regrouped / reinstated, wherever considered necessary.

48 The balance sheet, statement of profit and loss, cash flow statement, statement of changes in equity, statement of material accounting policy Information and the other explanatory notes forms an integral part of the financial statements of the Company for the year ended March 31, 2024.

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 40441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
Ajit Kumar Jain
Managing Director and CFO (DIN 00012657)
Pranay Godha
Managing Director and CEO (DIN 00016525)
Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

Statement 1 (refer Note No. 36)

Related Party Disclosure as required by Indian Accounting Standard – Ind AS 24 “Related Party Transactions” of the Companies (Accounting Standards) Rule 2015.

Transactions with related parties-standalone accounts

(₹ Crores)

Particular	Entities where control exists		Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	Subsidiaries		2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
	2023-24	2022-23										
Purchase of goods and services												
Krebs Biochemicals & Industries Ltd.	-	-	-	-	48.38	52.00	-	-	-	-	48.38	52.00
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	32.91	40.33	-	-	32.91	40.33
Lyka Labs Ltd. (Associate from 24/11/2021 to 07/08/2022 and Joint Venture from 08/08/2022)	-	-	-	-	-	4.71	18.32	11.15	-	-	18.32	15.86
Ipca Pharmaceuticals, Inc. USA	15.47	14.24	-	-	-	-	-	-	-	-	15.47	14.24
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	11.33	6.36	11.33	6.36
Nipra Industries Pvt. Ltd.	-	-	-	-	-	-	-	-	2.91	2.88	2.91	2.88
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	-	-	0.49	-	0.49	-
Unichem Laboratories Ltd. (w.e.f. 02.08.2023)	1.71	-	-	-	-	-	-	-	-	-	1.71	-
Resonance Specialties Limited	-	-	-	-	-	-	-	-	0.44	-	0.44	-
Vandhara Resorts Pvt. Ltd.	-	-	-	-	-	-	-	-	2.49	1.85	2.49	1.85
Total	17.18	14.24	-	-	48.38	56.71	51.23	51.48	17.66	11.09	134.45	133.52
Sales of goods and services												
Ipca Laboratories UK Ltd	115.70	32.10	-	-	-	-	-	-	-	-	115.70	32.10
Onyx Scientific Ltd	0.09	-	-	-	-	-	-	-	-	-	0.09	-
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	9.89	10.26	-	-	9.89	10.26
Krebs Biochemicals & Industries Ltd.	-	-	-	-	1.13	4.04	-	-	-	-	1.13	4.04
Ipca Pharma Nigeria Ltd.	3.56	3.62	-	-	-	-	-	-	-	-	3.56	3.62
Trophic Wellness Pvt. Ltd.	1.58	1.91	-	-	-	-	-	-	-	-	1.58	1.91
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	0.80	0.73	0.80	0.73
Unichem Laboratories Ltd. (w.e.f. 02.08.2023)	2.33	-	-	-	-	-	-	-	-	-	2.33	-
Unichem Pharmaceuticals (USA), Inc. (w.e.f. 02.08.2023)	2.50	-	-	-	-	-	-	-	-	-	2.50	-
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	-	-	-	0.26	-	0.26
Resonance Specialties Limited	-	-	-	-	-	-	-	-	0.08	-	0.08	-
Ipca Foundation	-	-	-	-	-	-	-	-	-	0.24	-	0.24
Total	125.76	37.63	-	-	1.13	4.04	9.89	10.26	0.88	1.23	137.66	53.16
Rent income												
Trophic Wellness Pvt. Ltd.	0.24	0.19	-	-	-	-	-	-	-	-	0.24	0.19
Total	0.24	0.19	-	-	-	-	-	-	-	-	0.24	0.19
Interest income												
Lyka Labs Ltd.	-	-	-	-	-	1.05	3.45	6.05	-	-	3.45	7.10
Krebs Biochemicals & Industries Ltd.	-	-	-	-	3.87	2.09	-	-	-	-	3.87	2.09
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	1.31	1.45	-	-	1.31	1.45
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	0.11	0.16	0.11	0.16
Resonance Specialties Limited	-	-	-	-	-	-	-	-	-	0.02	-	0.02
Total	-	-	-	-	3.87	3.14	4.76	7.50	0.11	0.18	8.74	10.82
Sale of fixed assets												
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	-	-	0.01	0.80	0.01	0.80
Krebs Biochemicals & Industries Ltd.	-	-	-	-	0.52	0.65	-	-	-	-	0.52	0.65
Lyka Labs Ltd.	-	-	-	-	-	-	-	0.04	-	-	-	0.04
Trophic Wellness Pvt. Ltd.	0.02	-	-	-	-	-	-	-	-	-	0.02	-
Unichem Laboratories Ltd. (w.e.f. 02.08.2023)	0.16	-	-	-	-	-	-	-	-	-	0.16	-
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	1.82	-	1.82	-
Total	0.18	-	-	-	0.52	0.65	-	0.04	1.83	0.80	2.53	1.49
Rent, expenses paid/(recovered)												
Krebs Biochemicals & Industries Ltd. (Lease Rent)	-	-	-	-	1.02	1.02	-	-	-	-	1.02	1.02
Krebs Biochemicals & Industries Ltd. (Expenses)	-	-	-	-	(0.03)	-	-	-	-	-	(0.03)	-
Ipca Pharma (Australia) Pty Ltd.	1.02	0.62	-	-	-	-	-	-	-	-	1.02	0.62

(₹ Crores)

Particular	Entities where control exists		Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	Subsidiaries		2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
	2023-24	2022-23										
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	0.46	0.17	0.46	0.17
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	(0.24)	-	-	-	(0.24)	-
Ipca Foundation	-	-	-	-	-	-	-	-	-	0.11	-	0.11
Trophic Wellness Pvt. Ltd. (Rs. 65,850.00)	(0.01)	-	-	-	-	-	-	-	-	-	(0.01)	-
Unichem Laboratories Ltd. (w.e.f. 02.08.2023)	(9.81)	-	-	-	-	-	-	-	-	-	(9.81)	-
Bayshore Pharmaceuticals LLC.	(0.03)	(0.30)	-	-	-	-	-	-	-	-	(0.03)	(0.30)
Total	(8.83)	0.32	-	-	0.99	1.02	(0.24)	-	0.46	0.28	(7.62)	1.62
Loans given/(recovered)												
Loans given:												
Lyka Labs Ltd.	-	-	-	-	-	48.00	-	50.00	-	-	-	98.00
Krebs Biochemicals & Industries Ltd.	-	-	-	-	10.50	41.00	-	-	-	-	10.50	41.00
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	-	2.00	-	2.00
Resonance Specialties Limited	-	-	-	-	-	-	-	-	-	2.00	-	2.00
Loans (recovered):												
Lyka Labs Ltd.	-	-	-	-	-	(45.00)	(30.50)	-	-	-	(30.50)	(45.00)
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	(2.00)	(6.40)	(2.00)	(6.40)
Resonance Specialties Limited	-	-	-	-	-	-	-	-	-	(2.00)	-	(2.00)
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	(1.21)	(1.46)	-	-	(1.21)	(1.46)
Total	-	-	-	-	10.50	44.00	(31.71)	48.54	(2.00)	(4.40)	(23.21)	88.14
Investments made / (redemption)												
Ipca Pharmaceuticals, Inc. USA	43.32	48.82	-	-	-	-	-	-	-	-	43.32	48.82
Lyka Labs Ltd.	-	-	-	-	-	-	33.48	27.90	-	-	33.48	27.90
Trophic Wellness Pvt. Ltd.	-	10.58	-	-	-	-	-	-	-	-	-	10.58
Ipca Laboratories UK Ltd	-	9.06	-	-	-	-	-	-	-	-	-	9.06
Total	43.32	68.46	-	-	-	-	33.48	27.90	-	-	76.80	96.36
Preference Share Warrants (investment made)												
Lyka Labs Ltd.	-	-	-	-	-	-	25.11	17.44	-	-	25.11	17.44
Total	-	-	-	-	-	-	25.11	17.44	-	-	25.11	17.44
Remuneration to Directors												
Mr. Premchand Godha	-	-	11.80	10.80	-	-	-	-	-	-	11.80	10.80
Mr. Ajit Kumar Jain	-	-	7.93	7.28	-	-	-	-	-	-	7.93	7.28
Mr. Pranay Godha	-	-	6.15	4.81	-	-	-	-	-	-	6.15	4.81
Mr. Prashant Godha	-	-	6.58	4.34	-	-	-	-	-	-	6.58	4.34
Total	-	-	32.46	27.23	-	-	-	-	-	-	32.46	27.23
Provident Fund to Directors												
Mr. Premchand Godha	-	-	0.50	0.46	-	-	-	-	-	-	0.50	0.46
Mr. Ajit Kumar Jain	-	-	0.51	0.48	-	-	-	-	-	-	0.51	0.48
Mr. Pranay Godha	-	-	0.37	0.29	-	-	-	-	-	-	0.37	0.29
Mr. Prashant Godha	-	-	0.40	0.26	-	-	-	-	-	-	0.40	0.26
Total	-	-	1.78	1.49	-	-	-	-	-	-	1.78	1.49
Post employment benefits of Directors												
Mr. Ajit Kumar Jain	-	-	0.44	0.40	-	-	-	-	-	-	0.44	0.40
Mr. Pranay Godha	-	-	0.18	0.11	-	-	-	-	-	-	0.18	0.11
Mr. Prashant Godha	-	-	0.09	0.06	-	-	-	-	-	-	0.09	0.06
Total	-	-	0.71	0.57	-	-	-	-	-	-	0.71	0.57
Sitting Fees to Non-executive Directors												
Mr. Anand T Kusre	-	-	0.13	0.11	-	-	-	-	-	-	0.13	0.11
Mr. Dev Prakash Yadava	-	-	-	0.03	-	-	-	-	-	-	-	0.03
Dr. (Mrs.) Swati Patankar	-	-	0.03	-	-	-	-	-	-	-	0.03	-
Dr. (Mrs.) Manisha Premnath	-	-	0.09	0.10	-	-	-	-	-	-	0.09	0.10
Mr. Kamal Kishore Seth	-	-	0.16	0.14	-	-	-	-	-	-	0.16	0.14
Dr. Narendra Mairpady	-	-	0.13	0.06	-	-	-	-	-	-	0.13	0.06
Total	-	-	0.54	0.44	-	-	-	-	-	-	0.54	0.44
Donation/CSR/Expenses												
Reimbursement												
Ipca Foundation	-	-	-	-	-	-	-	-	9.59	8.43	9.59	8.43
Prabhat Foundation	-	-	-	-	-	-	-	-	-	0.25	-	0.25
Total	-	-	-	-	-	-	-	-	9.59	8.68	9.59	8.68

Particular	Entities where control exists		Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	Subsidiaries											
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
Security												
Security given to Bank by way of lien over term deposit for short term borrowings - Krebs Biochemicals & Industries Ltd.	-	-	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Total	-	-	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Balance at year end												
Trade receivables												
Ipca Laboratories UK Ltd	46.31	27.13	-	-	-	-	-	-	-	-	46.31	27.13
Onyx Scientific Ltd	0.09	-	-	-	-	-	-	-	-	-	0.09	-
Bayshore Pharmaceuticals LLC.	3.43	3.35	-	-	-	-	-	-	-	-	3.43	3.35
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	2.30	1.73	-	-	2.30	1.73
Ipca Pharma Nigeria Ltd.	1.05	1.60	-	-	-	-	-	-	-	-	1.05	1.60
Trophic Wellness Pvt. Ltd.	0.33	0.23	-	-	-	-	-	-	-	-	0.33	0.23
Krebs Biochemicals & Industries Ltd.	-	-	-	-	0.86	0.13	-	-	-	-	0.86	0.13
Kaygee Laboratories Pvt. Ltd. (Rs.13,796.00)	-	-	-	-	-	-	-	-	0.00	-	0.00	-
Unichem Laboratories Ltd.	1.68	-	-	-	-	-	-	-	-	-	1.68	-
Unichem Pharmaceuticals (USA), Inc.	2.51	-	-	-	-	-	-	-	-	-	2.51	-
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	2.35	0.10	2.35	0.10
Loan given												
Lyka Labs Ltd.	-	-	-	-	-	-	27.50	58.00	-	-	27.50	58.00
Krebs Biochemicals & Industries Ltd.	-	-	-	-	53.50	43.00	-	-	-	-	53.50	43.00
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	11.10	12.32	-	-	11.10	12.32
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	-	2.00	-	2.00
Advance given												
Krebs Biochemicals & Industries Ltd.	-	-	-	-	16.10	11.05	-	-	-	-	16.10	11.05
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	1.65	2.39	1.65	2.39
Deposit given												
Krebs Biochemicals & Industries Ltd.	-	-	-	-	45.00	45.00	-	-	-	-	45.00	45.00
Interest receivable												
Krebs Biochemicals & Industries Ltd.	-	-	-	-	8.47	4.98	-	-	-	-	8.47	4.98
Lyka Labs Ltd.	-	-	-	-	-	-	-	2.17	-	-	-	2.17
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	0.18	0.10	-	-	0.18	0.10
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	-	0.05	-	0.05
Total	55.40	32.31	-	-	123.93	104.16	41.08	74.32	4.00	4.54	224.41	215.33
Trade payable												
Ipca Pharmaceuticals, Inc. USA	8.31	3.62	-	-	-	-	-	-	-	-	8.31	3.62
Nipra Industries Pvt. Ltd.	-	-	-	-	-	-	-	-	0.39	0.64	0.39	0.64
Avik Pharmaceutical Ltd.	-	-	-	-	-	-	3.00	-	-	-	3.00	-
Lyka Labs Ltd.	-	-	-	-	-	-	0.24	0.51	-	-	0.24	0.51
Krebs Biochemicals & Industries Ltd.	-	-	-	-	1.29	-	-	-	-	-	1.29	-
Makers Laboratories Ltd.	-	-	-	-	-	-	-	-	0.37	0.45	0.37	0.45
Unichem Laboratories Ltd.	1.76	-	-	-	-	-	-	-	-	-	1.76	-
Vandhara Resorts Pvt. Ltd.	-	-	-	-	-	-	-	-	0.73	0.29	0.73	0.29
Ipca Foundation	-	-	-	-	-	-	-	-	-	0.11	-	0.11
Ipca Pharma (Australia) Pty Ltd.	0.09	0.02	-	-	-	-	-	-	-	-	0.09	0.02
Directors remuneration payable												
Mr. Premchand Godha	-	-	6.82	6.19	-	-	-	-	-	-	6.82	6.19
Mr. Ajit Kumar Jain	-	-	4.95	3.80	-	-	-	-	-	-	4.95	3.80
Mr. Pranay Godha	-	-	3.74	2.92	-	-	-	-	-	-	3.74	2.92
Mr. Prashant Godha	-	-	4.04	2.49	-	-	-	-	-	-	4.04	2.49
Total	10.16	3.64	19.55	15.40	1.29	-	3.24	0.51	1.49	1.49	35.73	21.04
Corporate guarantee/Security given to bank												
Bayshore Pharmaceuticals LLC.	37.53	36.98	-	-	-	-	-	-	-	-	37.53	36.98
Krebs Biochemicals & Industries Ltd.	-	-	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Total	37.53	36.98	-	-	11.00	11.00	-	-	-	-	48.53	47.98

INDEPENDENT AUDITOR'S REPORT

To the Members of Ipca Laboratories Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of Ipca Laboratories Limited (hereinafter referred to as the "Holding Company") and its Subsidiaries (The Holding Company and its Subsidiaries together referred to as "the Group") and its Joint Ventures & Associates which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Consolidated Other Comprehensive Income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of Material Accounting Policy information and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, consolidated profit (including Consolidated Other Comprehensive Income), consolidated statement of changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that the matters described below to be the key audit matters to be communicated in our report.

Sr No	Key Audit Matter	Auditors' Response
1.	<p><u>Inventory Valuation</u></p> <p>The Company manufactures and sells pharmaceutical products which carry shelf life. As a result, significant level of judgement is involved in estimating inventory valuation. Judgement is required to assess the appropriate net realisable value for short dated raw material and pharmaceutical products. Such judgements include management expectations for future sales and inventory liquidation plans.</p>	<p><u>Our procedures included, amongst others:</u></p> <ul style="list-style-type: none"> • We attended stock counts to identify whether any inventory was obsolete, • We assessed the basis for the inventory valuation, the consistency in policy and the rationale in its application, • We tested the accuracy of the ageing of inventories based on system generated reports, • We reviewed the testing done for net realizable value of inventories and future plans for consumptions; • We tested the arithmetical accuracy of valuation files; and • We reviewed product-wise historical data relating to sales return etc. and also its impact on valuation. • We have assessed the adequacy of disclosure in the Consolidated Financial Statements.

Sr No	Key Audit Matter	Auditors' Response
2.	<p><u>Impairment of Property, plant & equipment</u></p> <p>There is a risk of impairment of the Group's Property, plant and equipment (PPE) on account of inherent nature of the PPE and the business environment in which the Company operates. As on March 31, 2024 the carrying amount of PPE & CWIP was Rs. 4,446.89 crores which represent 40.06 % of total assets. The Management determines at the end of each reporting period the existence of any objective evidence that the Company's PPE may be impaired. If there are indicators of impairment of class of assets, the deficit between the recoverable amount of the PPE and its carrying amount would be recognised as impairment loss in profit or loss. The process of identifying indicators of impairment and determining the recoverable amount of the PPE by the Management requires significant judgement and estimation. The determination of the recoverable amounts inter alia requires estimates of forecasted revenues, growth rates, profit margins, tax rates and discount rates.</p>	<p><u>Our procedures included, amongst others:</u></p> <ul style="list-style-type: none"> • We assessed the determination of the recoverable amount of the PPE based on our understanding of the nature of the Company's business and the economic environment surrounding its operations. • We reviewed the Company's historical performances and held discussions with the Management to understand their assessment of the Company's future performance. • This included obtaining an understanding of management's planned strategies around business expansion and revenue growth strategies. • We also reviewed performance of individual units and carried out analytical review of relevant data. • We discussed with the management the matter relating to the determination of the value in use of the PPE at the various plants. • We evaluated the sensitivity of the outcomes by considering the downside scenarios against changes to the key assumptions. • We also assessed the adequacy of the related disclosures in the notes to the Consolidated Financial Statements.
3.	<p><u>Assessment of Impairment of Investment made in and Loans given to the joint ventures and associates.</u></p> <p>Management is required to review regularly whether there are any indicators of impairment of such investments / loans by reference to the requirements under Ind AS and perform its impairment assessment by comparing the carrying value of these investments made/ loans given to their recoverable amount to determine whether impairment needs to be recognized.</p> <p>For impairment testing, value in use has to be determined by forecasting and discounting future cash flows of Joint ventures and associates.</p> <p>Further, the value in use is highly sensitive to changes in critical variable used for forecasting the future cash flows including market projections for revenues and discounting rates.</p> <p>The determination of the recoverable amount from Joint venture and associates involves management estimates and judgement which may affect the outcome.</p> <p>So, there is an inherent risk in the valuation of investment / recoverability of loans, due to the use of estimates and judgements mentioned above and. Accordingly, the assessment of impairment of investment/loans in Joint Venture and associates has been determined as a key audit matter.</p>	<p><u>Our Audit Procedures included the following :-</u></p> <ul style="list-style-type: none"> • We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate. • Our substantive testing procedures included evaluation of appropriateness of management assumption whether any indicators of loss allowances and impairment existed by verifying a discounted cash flow model prepared by the Management of the Company. • We have tested the reasonableness of key assumptions, including revenue, profit and cash flow growth rates, terminal value and the selection of discount rates management has applied. • We performed our own independent sensitivity analysis to understand the impact of reasonable changes in management assumptions. • Independent assessment of the future cash flows and assessing the appropriateness of the future cash flows estimated. In making this assessment, we also evaluated the objectivity, independence and competency of specialists involved in the process; • Assessing the assumptions around the key drivers of the revenue projections, future cash flow, discount rates / weighted average cost of capital that were used by the management. • Management evaluation of recoverability of loans and granted to its joint ventures and associates. • Test the arithmetical accuracy.

Emphasis of Matter

We invite attention to Note no 4F of the financial statements where in response to paragraph on material uncertainty to going concern paragraph by statutory auditor of an associate, the management has mentioned its action plan and highlighted the possible impact on the group's exposure. We have relied on the management assertions as detailed in the said note. The impairment pursuant to the working has been perused by us. Our report is not qualified on this account.

Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Holding Company's Management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Holding Company's Annual Report excluding the Standalone and Consolidated Financial Statements and our Independent Auditors' Report thereon. We have read the Director's Report forming part of the Annual Report which was provided to us and found the same to be in order. However, the other contents of the Annual Report are expected to be made available to us after the date of this report.

Our opinion on the Consolidated Financial Statements does not cover the Other Information and we do not and will not express any form of assurance or conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the Other Information identified above and, in doing so, consider whether the Other Information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Substantial portion of the Other Information has not been made available to us till the date of this report. We will read the Other Information as and when it is made available to us and if conclude that there is a material misstatement, we are required to communicate the matter with those charged with governance and take necessary steps as may be required thereafter

Responsibilities of Management and those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including Consolidated Other Comprehensive Income) , consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis

for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture and its associates to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Consolidated Financial Statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

- a. We did not audit the financial statements of nine subsidiaries, whose financial statements reflect total assets of Rs. 882.39 Crores as at March 31, 2024, total revenue of Rs. 557.26 Crores and net cash outflow amounting to Rs. 1.95 Crores for the year ended on that date, as considered in the preparation of the consolidated financial statement. These financial statements, which have been audited by other auditors, were not prepared in accordance with the Ind AS. The management of the Company has furnished us with details of Ind AS adjustments that are required in case of these financials so as to make these financial statements fit for consolidation. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors, review of INDAS adjustments by us and management certification.
- b. We did not audit the special purpose consolidated financial statements of one subsidiary, whose consolidated financial statements reflect total assets of Rs. 3167.25 Crores as at March 31, 2024, total revenue of Rs. 1736.49 Crores and net cash outflow amounting to Rs. 39.21 Crores for the year ended on that date, as considered in the preparation of the consolidated financial statements. These special purpose financial statements have been prepared for the purposes of harmonizing accounting policy as followed by parent company for inventory valuation i.e. change the cost formula followed by the subsidiary company from weighted average to First in First out and have been audited by other auditors. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the reports of the other auditor.
- c. The Consolidated financial results also include the group's share of net loss of Rs 9.77 Crores for the year ended March 31, 2024, as considered in the consolidated financial statements in respect of one associate and the group's share of net profit of Rs. 3.48 Crores in

respect of two joint ventures. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

- d. We did not audit the financial statements of one subsidiary whose financial statements reflect total assets of Rs. Nil, total revenue of Rs. Nil and net cash outflows of Rs. Nil for the year ended on that date. These financial results, of the immaterial subsidiaries, have been prepared by the management for consolidation purposes and incorporated in these consolidated financial statements on the basis of the management certification on which we have not carried out any audit procedures. Our report is not modified on this account.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section 11 of section 143 of The Companies Act, 2013, we give in the attached Annexure A statement of the matter specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matter stated in paragraph 2(i)(vi) below relating to reporting under rule 11(g) of the Companies (Audit and Auditors) Rule 2014, as amended.
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts, workings and records maintained for the purpose of preparation of the Consolidated Financial Statements.
 - d. In our opinion, the Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024, taken on record by the Board of Directors of the Holding Company and the report of the statutory auditor of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With reference to maintenance of accounts and other matter therewith, reference is invited to paragraph 2(b) above on reporting under section 143 (3)(b) and paragraph 2(i)(vi) below relating to reporting under rule 11(g) of the Companies (Audit and Auditors) Rule 2014, as amended.
 - g. With respect to the adequacy of internal financial controls with reference to Financial Statements of the Holding Company and its subsidiaries incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Consolidated Financial Statements.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Consolidated Financial Statements discloses the impact of pending litigations on the consolidated financial position of the Group, and its associate and joint venture – Refer Note 38 & 46 (VIII) to the Consolidated Financial Statements.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were material foreseeable losses.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company,
- iv.
 - (a) The management has represented that, to the best of their knowledge and belief other than as disclosed in Note No. 4 (7) (g) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entities, including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.
 - (b) The management has represented that, to the best of its knowledge and belief no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries as disclosed in Note No. 4 (7)(h) to the financial statements.
 - (c) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv(a)) and (iv(b)) above contain any material misstatement.
- v. In the matter of interim dividend declared and paid during the year, the Company is in compliance with section 123 of the Act.
- vi. Based on our examination for the Holding Company which included test checks, , the Holding Company, in respect of financial year commencing on 1 April 2023, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. With respect to consolidation procedures, the Company upto the third quarter was using a version of tally which did not have the audit trail facility enabled in it. Since the last quarter for the annual accounts, the Company has used a software for consolidation called E-Merge which has audit trail facility enabled. Further audit trail feature is not enabled for direct changes to data of both software namely the financial accounting system in case of standalone and the E-Merge software for consolidation when using certain access rights, as described in note 48 to the consolidated financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As regards Components forming part of the Consolidated Financial Statements, on the basis of the consideration of the Audit reports of the respective auditors of the subsidiaries, associates and joint ventures/joint operations which are companies incorporated in India whose financial statements have been audited under the Act, the subsidiaries, associates and joint ventures/joint operations have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except as stated hereunder (if any). Further, during the course of audit, the respective auditors of the above referred subsidiaries, associates and joint ventures/joint operations, in so far as it appears from our review of the audit reports of the respective auditors, did not come across any instance of audit trail feature being tampered.

In case of joint venture namely, Avik Pharmaceutical Limited where the company has not used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility throughout the year.

In case of Joint Venture namely, Lyka Labs Limited two subsidiaries of Lyka Labs Limited incorporated in India the feature of recording audit trail (edit log) facility of the accounting software used for maintaining general ledger was not enabled for the year ended 31st March 2024.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 01, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31,2024.

For **Natvarlal Vepari & Co.**
Chartered Accountants
Firm Registration No- 106971W

N Jayendran
Partner

M. No. 040441

UDIN: 24040441BKFTHC6103

Mumbai,
Dated: May 29, 2024

Annexure A to the Independent Auditors' Report on the Consolidated Financial Statements of Ipca Laboratories Limited

As required by clause 3(xxi) of the Companies (Auditors Report) Order, 2020 relating to any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, we report hereinbelow in the table qualifications/adverse reporting by the auditors.

S. No.	Name of the Company	CIN	Relationship Holding / Subsidiary /Associate / Joint Venture	Clause number of the Caro report which is qualified or adverse.
1.	Ipca Laboratories Limited	CIN - L24239MH1949PLC007837	Holding Company	iii (c), iii (d), iii (e)
2.	Unichem Laboratories Limited	CIN - L99999MH1962PLC012451	Subsidiary Company	vii (a)
3.	Trophic wellness Private Limited	CIN - U24100MH2010PTC206526	Subsidiary Company	iii (e)
4.	Krebs Biochemicals and Industries Limited	CIN - L24110AP1991PLC103912	Associate	xix, xvii
5.	Avik Pharmaceutical Limited	CIN - U99999MH1979PLC021711	Joint Venture	ix (a)

For **Natvarlal Vepari & Co.**
Chartered Accountants
Firm Registration No- 106971W

N Jayendran

Partner

M. No. 040441

UDIN: 24040441BKFTHC6103

Mumbai,

Dated: May 29, 2024

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (g) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements (Financial Statements) of the Holding Company as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to financial statements of Ipca Laboratories Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, and its subsidiaries which are companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its Subsidiaries which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements.

Because of the inherent limitations of financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal

financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiaries, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to financial statements of subsidiaries, which are companies incorporated in India, are based on the corresponding reports of the auditor of such companies.

For **Natvarlal Vepari & Co.**
Chartered Accountants
Firm Registration No- 106971W

Mumbai,
Dated: May 29, 2024

N Jayendran
Partner
M. No. 040441
UDIN: 24040441BKFTHC6103

IPCA LABORATORIES LIMITED CIN L24239MH1949PLC007837

Consolidated Balance Sheet as at March 31, 2024

Particulars	Note Ref.	As at March 31, 2024 (₹ Crores)	As at March 31, 2023 (₹ Crores)
ASSETS			
1. Non-current assets			
(a) Property, plant & equipment	3	4,123.30	2,547.46
(b) Capital work-in-progress	3A	323.59	122.17
(c) Goodwill on consolidation	3B	82.81	30.37
(d) Goodwill on acquisition	3C	7.77	7.77
(e) Other intangible assets	3D	123.30	140.83
(f) Intangible assets under development	3E	19.30	18.26
(g) Right of use assets	35	216.21	24.95
(h) Biological assets other than Bearer Plant	8A	0.14	-
(i) Investment accounted for using the equity method	4	157.02	129.81
(j) Financial assets			
(i) Investments	4A	146.59	172.85
(ii) Loans	5	88.59	115.90
(iii) Others	6	85.93	71.06
(k) Deferred tax assets (net)	18	4.23	3.57
(l) Other non-current assets	7	183.60	52.16
Total Non-current assets		5,562.38	3,437.16
2. Current assets			
(a) Inventories	8	2,469.56	1,743.37
(b) Biological assets	8A	1.75	-
(c) Financial assets			
(i) Investments	4B	558.40	323.32
(ii) Trade receivables	9	1,686.51	989.02
(iii) Cash and cash equivalents	10	208.91	1,257.85
(iv) Bank balances other than (iii) above	11	87.93	595.39
(v) Loans	5	9.40	3.23
(vi) Others	6	76.73	98.36
(d) Current tax assets (net)		-	-
(e) Other current assets	7	436.36	178.73
(f) Non current assets held for sale	3F	3.35	-
Total Current assets		5,538.90	5,189.27
Total Assets		11,101.28	8,626.43
EQUITY & LIABILITIES			
Equity			
(a) Equity share capital	12	25.37	25.37
(b) Other equity	14	6,306.82	5,816.65
Equity attributable to owners of the Holding Company		6,332.19	5,842.02
Non-controlling interest		1,394.81	73.30
Total Equity		7,727.00	5,915.32
Liabilities			
1. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	580.41	651.78
(ii) Lease Liability	35	39.93	17.08
(iii) Other financial liabilities	16	-	-
(b) Provisions	17	86.84	46.99
(c) Deferred tax liabilities (net)	18	310.47	189.16
(d) Other non-current liabilities	19	0.99	0.28
Total Non-current liabilities		1,018.64	905.29
2. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	807.09	805.75
(ii) Lease Liability	35	10.93	6.66
(iii) Trade payables :	21		
Dues of micro & small enterprises		70.84	123.62
Dues of others		705.24	401.44
(iv) Other financial liabilities	16	351.61	268.54
(b) Provisions	17	244.56	108.03
(c) Other current liabilities	19	122.23	69.02
(d) Current tax liabilities (net)	22	43.14	22.76
Total Current liabilities		2,355.64	1,805.82
Total Equity and Liabilities		11,101.28	8,626.43

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached

For **Natvarlal Vepari & Co**

Chartered Accountants

Firm's Registration No. 106971W

N. Jayendran

Partner

Membership No. 040441

Mumbai

May 29, 2024

For and on behalf of the Board of Directors

Premchand Godha

Executive Chairman (DIN 00012691)

Ajit Kumar Jain

Managing Director and CFO (DIN 00012657)

Pranay Godha

Managing Director and CEO (DIN 00016525)

Prashant Godha

Executive Director (DIN 00012759)

Harish P. Kamath

Company Secretary (ACS - 6792)

May 29, 2024

IPCA LABORATORIES LIMITED CIN L24239MH1949PLC007837
Consolidated Statement of Profit and Loss for the year ended March 31, 2024

Particulars	Note Ref	2023-24 (₹ Crores)	2022-23 (₹ Crores)
I Revenue from operations	23	7,705.04	6,244.32
II Other income	24	124.77	125.62
III Total income (I + II)		7,829.81	6,369.94
IV Expenses:			
Cost of materials consumed	25	2,216.32	1,708.65
Purchase of stock-in-trade	26	490.07	497.19
Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(130.64)	100.67
Employee benefit expense	28	1,708.43	1,287.64
Finance cost	29	138.27	45.54
Depreciation & amortisation expense	30	357.24	261.56
Other expenses	31	2,099.70	1,723.40
Total expenses (IV)		6,879.39	5,624.65
V Profit from ordinary activity before share of profit / (loss) of associates & joint venture, exceptional items & tax (III - IV)		950.42	745.29
VI Exceptional items: (Income)/expenses	32	107.75	-
VII Profit after exceptional item & before tax (V-VI)		842.67	745.29
VIII Tax expense	33		
1. Current tax		313.24	230.14
2. Short / (excess) provision of earlier years		(3.06)	0.22
3. Deferred tax liability / (asset)		3.28	23.00
IX Profit for the period from continuing operations before share of profit / (loss) of associates & joint venture (VII-VIII)		529.21	491.93
X Share of Profit / (loss) of associates & joint venture (net of tax) accounted by using the equity method		(6.29)	(12.94)
XI Profit for the period from continuing operations before non - controlling interest (IX + X)		522.92	478.99
XII Less/(Add) : Share of non-controlling interest - profit / (loss)		(24.43)	7.67
XIII Profit for the period attributable to owners of the Company (XI - XII)		547.35	471.32
XIV Other comprehensive income			
A Items that will not be reclassified to profit or loss :			
a. Actuarial gain/ (loss)		(1.96)	(2.76)
Tax effect thereon		0.46	0.70
b. Fair Value change through Other comprehensive income		(6.81)	0.23
Tax effect thereon		0.10	(0.10)
B Items that will be reclassified to profit or loss :			
a. Exchange difference in translating the financial statement of foreign operation		(1.02)	8.55
Tax effect thereon		0.04	0.35
b. Gain/(loss) on cash flow hedge		(0.25)	0.20
Tax effect thereon		-	-
C Share of OCI from investment in associates		(0.01)	0.17
Other comprehensive income/(loss) for the year, net of tax		(9.45)	7.34
XV Total Comprehensive Income for the period (XI + XIV)		513.47	486.33
Profit after tax attributable to			
Owners of the parent		547.35	471.32
Non-controlling interest- profit/(loss)		(24.43)	7.67
		522.92	478.99
Other comprehensive income for the year attributable to:			
Owners of the parent		(8.05)	7.34
Non-controlling interest- profit/(loss)		(1.40)	-
		(9.45)	7.34
Total comprehensive income for the year attributable to:			
Owners of the parent		539.30	478.66
Non-controlling interest- profit/(loss)		(25.83)	7.67
		513.47	486.33
XVI Earnings per equity share (Face value of ₹ 1/- each) :	34		
Basic/Diluted before exceptional item (in ₹)		25.82	18.58
Basic/Diluted after exceptional item (in ₹)		21.57	18.58

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached

For **Natvarlal Vepari & Co**

Chartered Accountants

Firm's Registration No. 106971W

N. Jayendran

Partner

Membership No. 040441

Mumbai

May 29, 2024

For and on behalf of the Board of Directors

Premchand Godha

Executive Chairman (DIN 00012691)

Ajit Kumar Jain

Managing Director and CFO (DIN 00012657)

Pranay Godha

Managing Director and CEO (DIN 00016525)

Prashant Godha

Executive Director (DIN 00012759)

Harish P. Kamath

Company Secretary (ACS - 6792)

May 29, 2024

	2023-24 (₹ Crores)	2022-23 (₹ Crores)	
A. Cash Flow from Operating Activities			
1) Net profit before taxation and extraordinary item	842.67	745.29	
Adjustments for :			
Depreciation, amortisation and impairment expense	357.24	261.56	
(Profit) / Loss on sale of Property, plant & equipment	(0.62)	(16.05)	
Net gain on financial asset through FVTPL	(7.77)	1.38	
Property, plant & equipment scrapped / transferred	0.36	2.84	
Sundry balances written off / (back)	(0.65)	(1.71)	
Provision for doubtful debts / advances	0.17	(0.28)	
Provision for diminution in value of Investments	11.10	-	
Provision for European commission fine	125.62	-	
Net (Gain) / Loss on disposal of investment	(64.78)	-	
Net (gain) / loss on disposal of Property, Plant and Equipment	(3.23)	-	
Bad debts written off	0.66	2.55	
Unrealised foreign exchange (gain) / loss	(7.20)	18.70	
Fair value changes- Biological assets (gain) / loss	0.57	-	
ESOP expenses	3.06	-	
Interest income	(62.93)	(79.35)	
Interest expense	138.27	45.54	235.18
2) Operating profit before working capital changes	1,332.54	980.47	
Decrease / (Increase) in Inventories	(92.95)	114.60	
Decrease / (Increase) in Biological Assets	(1.75)	-	
Decrease / (Increase) in Trade Receivables	(75.80)	(68.10)	
Decrease / (Increase) in Other Financial assets	(3.05)	12.14	
Decrease / (Increase) in Other assets	(11.90)	30.09	
Increase / (Decrease) in Trade Payables	21.49	(32.40)	
Increase / (Decrease) in Other Financial liabilities	85.26	5.88	
Increase / (Decrease) in Other liabilities	(3.83)	(18.67)	
Increase / (Decrease) in Provisions	(9.06)	5.45	48.99
3) Cash generated from operation	1,240.95	1,029.46	
Income tax paid (net)	(296.30)	(223.65)	
Net cash from operating activities	944.65	805.81	
B. Cash Flow from Investing Activities			
Purchase of Property, plant & equipment including Capital work in progress and Intangible assets	(410.60)	(494.47)	
Purchase of Biological Assets	(0.69)	-	
Proceeds from Sale of Property, Plant and Equipment	8.62	36.15	
Consideration towards Business combination	(1,542.85)	-	
Sale of Investment	64.78	-	
Investment in Subsidiaries	-	(10.59)	
Investment in Associates and Joint Venture	(25.11)	(45.34)	
Loan given Associates and Joint Venture	(10.50)	(139.00)	
Loan recovered - Associates and Joint Venture	31.72	96.46	
Loan given - Others	-	(34.00)	
Loan recovered - Others	2.00	40.90	
Movement in other bank balances	509.96	(229.34)	
Interest received	80.88	54.23	
Net cash from / (used in) investing activities	(1,291.79)	(725.00)	
C. Cash Flow from Financing Activities			
Increase / (decrease) in short term borrowings	(303.83)	294.27	
Proceeds from long-term borrowings	123.71	391.69	
Repayment of long-term borrowings	(176.76)	(28.25)	
Payment of principal portion of Lease liability	(10.68)	(7.51)	
Payment of interest portion of Lease liability	(2.51)	(1.65)	
Interest paid	(131.74)	(39.83)	
Dividend & dividend tax paid	(50.74)	(101.48)	
Net cash from / (used in) financing activities	(552.55)	507.24	
Net increase / (decrease) in cash and cash equivalents (A + B + C)	(899.69)	588.05	
Cash and cash equivalents at beginning of year	1,578.98	990.93	
Movement due to Business combination	76.50	-	
Cash and cash equivalents at end of the year	755.79	1,578.98	
Components of cash & cash equivalents :			
Cash and cheques on hand	0.37	0.31	
Balance with banks	208.54	1,257.54	
Mutual Funds	556.84	323.32	
Less : Fair value (gain) / loss on Mutual funds	(9.96)	(2.19)	321.13
	755.79	1,578.98	

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 040441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
Ajit Kumar Jain
Managing Director and CFO (DIN 00012657)
Pranay Godha
Managing Director and CEO (DIN 00016525)
Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
Mumbai
May 29, 2024

IPCA LABORATORIES LIMITED CIN L24239MH1949PLC007837
Consolidated Statement of changes in equity for the year ended March 31, 2024
A. Equity Share Capital (Refer Note no. 12)

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	(₹ Crores)	No. of Shares	(₹ Crores)
Balance at the beginning of the year	25,37,04,218	25.37	25,37,04,218	25.37
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the year	25,37,04,218	25.37	25,37,04,218	25.37

B. Other Equity

(₹ Crores)

Particulars	Other Equity											Total	
	Reserves and Surplus					Amalgamation adjustment deficit account*	Other Comprehensive Income			Equity attributable to owners of the company	Non Controlling Interest		
	Capital reserve	Securities premium	Other Reserves		Retained earnings		Equity Investments through OCI**	Effective portion of Cash Flow Hedges	Exchange differences on translating the financial statements of foreign operation				
		Capital redemption reserve	General reserve	Employee stock options outstanding account									
Balance as at 01.04.2022	6.59	96.52	0.26	1,311.05	-	4,036.06	(27.13)	0.12	(0.20)	16.20	5,439.47	76.92	5,516.39
I) Profit for the year	-	-	-	-	-	471.32	-	-	-	-	471.32	7.67	478.99
II) Other Comprehensive Income(net of tax)	-	-	-	-	-	(1.89) *	-	0.13	0.20	8.90	7.34	-	7.34
III) Total Comprehensive Income (I+II)	-	-	-	-	-	469.43	-	0.13	0.20	8.90	478.66	7.67	486.33
Dividends	-	-	-	-	-	(101.48)	-	-	-	-	(101.48)	-	(101.48)
Impact of Acquisition of Non Controlling Interest in a subsidiary	-	-	-	-	-	-	-	-	-	-	-	(11.29)	(11.29)
Balance as at 31.03.2023	6.59	96.52	0.26	1,311.05	-	4,404.01	(27.13)	0.25	-	25.10	5,816.65	73.30	5,889.95
I) Profit for the year	-	-	-	-	-	547.35	-	-	-	-	547.35	(24.43)	522.92
II) Other Comprehensive Income(net of tax)	-	-	-	-	-	(1.27) *	-	(6.71)	(0.13)	0.06	(8.05)	(1.40)	(9.45)
III) Recognition of share-based payment (ESOP) (net)	-	-	-	-	1.61	-	-	-	-	-	1.61	1.45	3.06
IV) Total Comprehensive Income (I+II)	-	-	-	-	1.61	546.08	-	(6.71)	(0.13)	0.06	540.91	(24.38)	516.53
Dividends***	-	-	-	-	-	(50.74)	-	-	-	-	(50.74)	-	(50.74)
NCI on account of business combinations	-	-	-	-	-	-	-	-	-	-	-	1,345.89	1,345.89
Balance as at 31.03.2024	6.59	96.52	0.26	1,311.05	1.61	4,899.35	(27.13)	(6.46)	(0.13)	25.16	6,306.82	1,394.81	7,701.63

* Represents Actuarial Gain/(Loss) on defined benefit obligation (not to be reclassified to P&L).

** Represents fair value of investments through OCI (not to be reclassified to P&L).

***The Board of Directors, at its meeting held on November 10, 2023, had declared an interim dividend of ₹ 2/- per equity share of ₹ 1/- each. It resulted in an outflow of ₹ 50.74 crores.

Statement of material accounting policy information and other explanatory notes form part of the financial statements.

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 040441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
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Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

Consolidated Statement of material Accounting Policy information and Other Explanatory Notes

1. Corporate Information

Ipca Laboratories Limited (CIN L24239MH1949PLC007837) incorporated in the year 1949, is a integrated pharmaceutical company manufacturing and marketing over 350 formulations and 80 API's covering various therapeutic segments. The products of the Company are sold in over 100 countries across the globe. The Company has 18 manufacturing units in India manufacturing API's and formulations for the world market. During the previous year ended March 31, 2023 the Company has merged two wholly owned subsidiary Ramdev Chemicals Private Limited and Tonira Exports Limited with appointed date of April 1, 2022 on pooling of interest method of accounting as per Appendix C of IND AS 103 – Business Combinations as common control merger.

Authorization of Consolidated Financial Statements

The consolidated financial statements were authorised for issue in accordance with a resolution of the Directors on May 29, 2024.

These consolidated financial statements can be amended by the board of directors till they are placed before the shareholders and also by the shareholders before their approval for adoption.

2. Principles of Consolidation, Basis of Preparation and Material Accounting Policy Information

A. Principles of Consolidation

The consolidated financial statements relates to the Company, and its various Subsidiaries (the holding and subsidiaries together referred to as "The Group", Associates and its Joint Venture. The consolidated financial statements have been prepared in accordance with Indian Accounting Standard - 110 "Consolidated Financial Statement", Indian Accounting Standard - 28 "Investment in Associate and Joint Venture" of the Companies (Indian Accounting Standards) Rules 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other relevant provisions of the Act. The consolidated financial statements have been prepared on the following basis: -

The consolidated financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain/loss from such transactions are eliminated upon consolidation. These consolidated financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the company, are excluded.

In case of foreign subsidiaries, revenue items are consolidated at average rate prevailing during the year. All Assets and Liabilities are converted at the rates prevailing at the end of the year. Exchange gain or loss on conversion arising on consolidation is recognized under foreign currency translation reserve.

Associates are entities over which the Group has significant influence but not control. Investments in associates and Joint Venture are accounted for using the equity method of accounting as per Indian Accounting Standard - 28 "Investment in Associate and Joint Venture". The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date. The Group's investment in associates includes goodwill identified on acquisition.

The consolidated financial statements of the Subsidiaries, Associates and Joint Venture used in consolidation are drawn up to the same reporting date as that of the Company i.e. 31st March.

The difference between the cost to the Company of its investments in the subsidiary / associates / joint venture over the Company's portion of equity is recognized in the financial statement as Goodwill on consolidation or Capital Reserve.

The list of subsidiary companies, associates and joint venture included in consolidation and Group Company's holding therein are as under: -

Sr. No.	Name of the Companies	Relationship	Country of Incorporation	% of ultimate holding	
				2023-24	2022-23
1.	Ipca Pharmaceuticals, Inc. USA	Subsidiary	USA	100.00	100.00
2.	Ipca Laboratories (U.K.) Ltd.	Subsidiary	UK	100.00	100.00

Sr. No.	Name of the Companies	Relationship	Country of Incorporation	% of ultimate holding	
				2023-24	2022-23
3.	Ipca Pharma Nigeria Ltd.	Subsidiary	Nigeria	100.00	100.00
4.	Ipca Pharma (Australia) Pty.Ltd.	Subsidiary	Australia	100.00	100.00
5.	Ipca Pharmaceuticals Ltd.,SA de CV	Subsidiary	Mexico	100.00	100.00
6.	Unichem Laboratories Ltd. (w.e.f. 02 nd August 2023)	Subsidiary	India	52.67	-
7.	Trophic Wellness Pvt. Ltd.	Subsidiary	India	58.88	58.88
8.	Onyx Scientific Ltd. (Subsidiary of Ipca Laboratories (U.K.) Ltd.)	Step down subsidiary	UK	100.00	100.00
9.	Pisgah Laboratories Inc.(Subsidiary of Ipca Pharmaceuticals Inc, USA)	Step down subsidiary	USA	100.00	100.00
10.	Bayshore Pharmaceuticals LLC. (Subsidiary of Ipca Pharmaceuticals Inc, USA)	Step down subsidiary	USA	100.00	100.00
11.	Ipca Pharma (NZ) Pty. Ltd. (Subsidiary of Ipca Pharma (Australia) Pty.Ltd.)	Step down subsidiary	New Zealand	100.00	100.00
12.	Niche Generics Ltd. (Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	United Kingdom	52.67	-
13.	Unichem S.A. Pty Ltd. (Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	South Africa	52.67	-
14.	Unichem Pharmaceuticals (USA) Inc.(Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	USA	52.67	-
15.	Unichem Farmaceutica Do Brasil Ltda. (Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	Brazil	52.67	-
16.	Unichem Laboratories Limited, Ireland. (Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	Ireland	52.67	-
17.	Unichem China Pvt Ltd. (Subsidiary of Unichem Laboratories Ltd.)	Step down subsidiary	China	52.67	-
18.	Avik Pharmaceutical Ltd.	Joint Venture	India	50.00	50.00
19.	Lyka Labs Ltd.	Joint Venture	India	36.34	31.36
20.	CCPL Software Private Ltd.#	Associate	India	28.95	28.95
21.	Krebs Biochemicals & Industries Ltd.	Associate	India	49.65	49.65
22.	Synchron Research Services Private Ltd. (Associate of Unichem Laboratories Ltd.)	Associate	India	16.91	-

cost fully written off in the books.

B. Basis of Preparation

a) Statement of compliance

The consolidated financial statements comply in all material aspects with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The consolidated financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) are measured at fair value; and
- defined benefit plans - plan assets measured at fair value

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Use of Judgements, Estimates and assumption

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at

the date of consolidated financial statements and reported amounts of revenues and expenses during the period. 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 circumstances surrounding the estimates. Changes in estimates are reflected in the financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the consolidated financial statements.

i. Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. The management does not have any unabsorbed losses and therefore there are no judgements being made on this account.

ii. Defined benefit plans (gratuity benefits)

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These interalia include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iii. Useful lives of Property, plant and equipment

The group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods. Presently the PPE are depreciated on the basis of the estimates of useful life carried out by the management which are disclosed as part of the material accounting policy relating to PPE and depreciation.

iv. Impairment of Property, plant and equipment

For property, plant and equipment and intangibles an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. In making the estimates of recoverable amounts of Asset or CGU, the management estimates future economic benefits including projections of future profitability which are taken into consideration in evaluating the recoverable amount of Asset or CGU.

v. Impairment of investment

For determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have estimated the future cash flow, capacity utilization, operating margins and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

vi. Inventories

The Group estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

vii. Recognition and measurement of other Provisions

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

viii. Impairment of Goodwill

The Company estimates the value-in-use of the cash generating units (CGUs) based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rates used for the CGUs represent the weighted average cost of capital and estimated operating margins.

ix. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

C. Material Accounting Policy Information**(a) Current and Non-current Classification**

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when :

- It is expected to be realised or intended to be sold or consumed in normal operating cycle or
- It is held primarily for the purpose of trading or
- It is expected to be realised within twelve months after the reporting period, or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when :

- It is expected to be settled in normal operating cycle or
- It is held primarily for the purpose of trading or
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Property, Plant and Equipment

- i. Freehold land is carried at historical cost. All other items of Property, plant and equipment are stated at historical cost less depreciation. Cost of acquisition comprises its purchase price including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discount and rebates are deducted in arriving at the purchase price.

- ii. Long-term lease arrangements of land are treated as Property, plant and equipment, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land.
- iii. Stores and spares which meet the definition of Property, plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalised as Property, Plant and Equipment.
- iv. Capital Work In Progress represents expenditure incurred on capital assets that are under construction or are pending capitalisation and includes project expenses pending allocation. Project expenses pending allocation are apportioned to the property, plant and equipment of the project proportionately on capitalisation.
- v. Cost of borrowing for assets taking substantial time to be ready for use is capitalised for the period up to the time the asset is ready for its intended use. The management estimates a period of 12 months as substantial period for this purpose.
- vi. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.
- vii. The residual useful life of Property, plant & equipment is reviewed at each balance sheet date and adjusted if required in the depreciation rates.
- viii. Bearer Plants are living plants which yield saleable crop. The same is depreciated over a period of 4 years.
- ix. Depreciation methods, estimated useful lives and residual value

Depreciation on all assets of the Company is charged on straight line method over the useful life of assets mentioned in Schedule II to the Companies Act, 2013 or the useful life previously assessed by the management based on technical review whichever is lower for the proportionate period of use during the year. Intangible assets are amortised over the economic useful life estimated by the management.

The management's estimated useful life/useful life as per schedule II whichever is lower for the various tangible assets are as follows:

Assets	Estimated useful life (Years)
Leasehold land	Period of Lease
Land Development charges	3
Bearer Plant	4
Buildings	28 to 60
Roads	3 to 10
Plant and equipment and R&D equipments	9 to 25
Office and other equipments	5
Computers	3 to 6
Furniture and fixtures	10
Vehicles	6 to 8
Leasehold improvements	Period of Lease

- x. Assets classified as held for sale:

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell. Assets are not depreciated or amortised while they are classified as held for sale. Assets classified as held for sale are presented separately from the other assets in the balance sheet.

(c) Goodwill**Goodwill on acquisition**

Goodwill on acquisition represents excess of consideration paid for acquisition of business over the fair value of net assets. Goodwill is not amortised but is tested for impairment at each reporting date.

Goodwill on consolidation

Goodwill on consolidation represents excess cost of investment over the company's share of equity that is carried in balance sheet and is tested for impairment at each reporting date.

(d) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

Intangible assets with infinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of infinite life is reviewed annually to determine whether the infinite life continues to be supportable. If not, the change in useful life from infinite to finite is made on a prospective basis.

Revenue expenditure pertaining to research is charged to the Statement of profit and loss. Development costs of products are also charged to the Statement of profit and loss in the year it is incurred, unless product's technological feasibility as well as other related conditions have been established, in which case such expenditures are capitalised. The amount capitalised comprises of expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Property, plant and equipment utilised for research and development are capitalised and depreciated in accordance with the policies stated for Property, plant and equipment.

Expenditure on in-licensed development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised, if the cost can be reliably measured, the product or process is technically and commercially feasible and the Company has sufficient resources to complete the development and to use and sell the asset.

The management has estimated the economic useful life for the various intangible assets as follows.

Assets	Estimated useful life (Years)
Brands and trademarks	4
Technical know how	4 to 10
Software for internal use	4
Research and Development	7

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

(e) Intangible assets under development

The Company capitalises acquired intangible asset under development in accordance with the accounting policy. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generation, discount rates to be applied and the expected period of benefits. The innovative nature of the product gives rise to some uncertainty as to whether the final approval for the products will be obtained.

(f) Borrowings

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

(g) Impairment of Assets

Carrying amount of Tangible assets, Intangible assets, Investments in Subsidiaries, Joint Ventures and Associates (which are carried at cost) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Company's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(h) Inventories

Items of inventories are valued at lower of cost or estimated net realisable value as given below.

Raw Materials and Packing Materials	Lower of cost and Net realisable value. However materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on First in First out basis.
Work-in-progress and Finished Goods	At lower of cost (material cost net of refundable taxes, labour cost and all manufacturing overheads) and net realisable value.
Stores and Spares	Stores and spare parts are valued at lower of purchase cost computed on First-in-First-out method and net realisable value.
Traded Goods	Traded Goods are valued at lower of purchase cost and net realisable value.

The factors that the Company considers in determining the allowance for slow moving, obsolete and other non-saleable inventory in determining net realisable value include ageing of inventory, estimated shelf life, price changes, introduction of competitive new products and such other related factors.

Cost in case of Raw material and Packing material, Stores and Spare and Traded Goods include purchase cost net of refundable taxes and other overhead incurred in bringing such items of inventory to its present location and condition, but excluding trade discounts, rebates and other similar items.

(i) Cash and Cash Equivalents

Cash and cash equivalents include cash in hand, demand deposits in banks and other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within bank borrowings in current liabilities on the balance sheet.

(j) Provisions, Contingent liabilities & contingent assets

Provision

A Provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(k) Retirement and Other employee benefits**Provident fund**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Gratuity

Gratuity, a post employment defined benefit obligation is provided on the basis of an actuarial valuation made at the end of each year/period on projected unit credit method. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Compensated Absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using Projected Unit Credit Method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia, bonus and performance incentive are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(l) Foreign Currencies**Transactions and Balances:**

- (i) The functional currency of the company is the Indian rupee. These consolidated financial statements are presented in Indian rupees.
- (ii) Transactions denominated in foreign currency are recorded at the exchange rate on the date of transaction where the settlement of such transactions are taking place at a later date. The exchange gain/loss on settlement / negotiation during the year is recognised in the statement of profit and loss. In case of advance payment for purchase of assets/ goods/services and advance receipt against sales of products/services, all such purchase/sales transaction are recorded at the rate at which such advances are paid/received.
- (iii) Foreign currency monetary transactions remaining unsettled at the end of the year are converted at year-end rates. The resultant gain or loss is accounted for in the Statement of Profit and Loss.
- (iv) Non Monetary items that are measured at historical cost denominated in foreign currency are translated using exchange rate at the date of transaction.

- (v) For the purposes of presenting these consolidated financial statements, the assets and liabilities of Group's foreign operations, are translated to the Indian Rupees at exchange rates at the end of each reporting period. The income and expenses of such foreign operations are translated at the average exchange rates for the period. Resulting foreign currency differences are recognized in other comprehensive income / (loss) and presented within equity as part of Foreign Currency Translation Reserve (and attributed to non-controlling interests as appropriate).

(m) Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

(n) Financial Instruments

(i) Financial Assets & Financial Liabilities Initial Recognition and Measurement

All financial assets and liabilities are recognised initially at fair value other than Trade Receivables which are initially recognized at transaction value.

In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset is treated as cost of acquisition. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Impairment of Financial Assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 9 details how the entity determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

De-recognition of Financial Instruments

A financial asset is de-recognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or

- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the group has not retained control of the financial asset. Where the group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(ii) Derivative Financial Instruments and Hedge Accounting Initial Recognition and Subsequent Measurement

The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps and forward commodity contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively.

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The purchase contracts that meet the definition of a derivative under Ind AS 109 are recognised in the Statement of Profit and Loss.

Cash Flow Hedge

The company designates certain foreign exchange forward and options contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the statement of profit and loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the Statement of Profit and Loss.

(o) Investments:

Investment in LLP

Investment in LLP is carried at Fair Value through OCI(FVTOCI) in the consolidated financial statements.

(p) Revenue recognition

- (i) The Group derives revenues primarily from sale of products and services. Revenue from sale of goods is recognised net of returns, product expiry claims and discounts at the initial transaction price.

Revenue is recognized on satisfaction of performance obligations upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Group expects to receive in exchange for those products or services.

To recognize revenues, the Group applies the following five step approach:

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;

3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognize revenues when a performance obligation is satisfied.

Performance obligation may be satisfied over time or at a point in time. Performance obligations satisfied over time if any one of the following criteria is met. In such cases, revenue is recognized over time.

1. The customer simultaneously receives and consumes the benefits provided by the Group performance; or
2. The Group performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Group performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

Where Revenue is recognized over time, the amount of revenue is determined on the basis of contract costs incurred in relation to estimated contract expenses.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The Group presents revenues net of indirect taxes in its statement of profit and loss.

- (ii) Export benefits which are in the nature of neutralisation of duties and taxes are grouped under material costs. Other export incentives are grouped under other operating revenue.
- (iii) Revenue in respect of insurance/other claims, commission, etc. are recognised only when it is reasonably certain that the ultimate collection will be made.
- (iv) For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR).

(q) Taxes

Tax expenses comprise Current Tax and Deferred Tax:

(i) Current Tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred Tax:

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses

only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(r) Leases

Company as a lessee

The group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below.

Right-of-use assets

The group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease Liabilities

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset.

Lease liabilities and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(s) Earnings Per Share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(t) Dividend Distribution

Dividend distribution to the Holding Company's equity holders is recognized as a liability in the Holding Company's annual accounts in the year in which the dividends are approved by the Company's equity holders.

(u) Share-based payment transactions

Employees Stock Options Plans ("ESOPs"): The grant date fair value of options granted to employees is recognized as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognized in connection with share based payment transaction is presented as a separate component in equity under "Employee Stock Options Outstanding reserve". The amount recognized as an expense is adjusted to reflect the actual number of stock options that vest.

(v) Business combinations:

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the Company elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs which are administrative in nature are expensed out. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative values of the operation disposed off and the portion of the cash-generating unit retained.

Common control business combinations include transactions, such as transfer of subsidiaries or businesses, between entities within a Group. Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies. The financial information in the consolidated financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information is restated only from that date. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

(w) Recent pronouncements

There have been no recent accounting pronouncements made by Ministry of Corporate Affairs relating to the Companies (Indian Accounting Standards) Rules, 2015.

IPCA LABORATORIES LIMITED CIN L24239MH1949PLC007837

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

3 Property, Plant & Equipment

Particulars	(₹ Crores)														
	Freehold Land	Long -term Leasehold Land	Land Development Charges	Building	Plant & equipment	Office & other equipment	Effluent treatment plant	Furniture & Fixture	Vehicles	Lease Hold Improvement	Biological Assets-Bearer plants	R&D building	R&D equipment	R&D furniture	Total
Gross Block															
As on April 01, 2022	102.00	113.66	-	709.94	2,062.89	30.83	109.99	60.98	22.76	-	-	4.07	156.95	2.91	3,376.98
Additions	1.87	-	-	96.20	433.15	3.55	17.78	7.61	7.76	0.79	-	0.03	24.85	0.18	593.77
Disposals/Adjustments	(3.05)	-	-	7.23	9.12	(1.01)	(0.01)	0.42	(1.60)	-	-	(0.01)	(3.59)	(0.17)	7.33
As on March 31, 2023	100.82	113.66	-	813.37	2,505.16	33.37	127.76	69.01	28.92	0.79	-	4.09	178.21	2.92	3,978.08
Acquisition through business combinations	418.28	-	-	511.45	1,137.11	13.25	-	19.32	3.99	-	-	-	-	-	2,103.40
Additions	0.02	9.57	3.37	30.01	242.55	3.71	5.98	6.11	4.88	0.44	0.33	0.32	9.68	0.25	317.22
Disposals/Adjustments	0.12	-	-	(1.78)	(7.34)	(0.65)	(0.04)	(1.54)	(2.36)	-	-	(0.54)	(7.58)	(0.24)	(21.95)
As on March 31, 2024	519.24	123.23	3.37	1,353.05	3,877.48	49.68	133.70	92.90	35.43	1.23	0.33	3.87	180.31	2.93	6,376.75
Accumulated Depreciation/Amortisation															
As on April 01, 2022	-	13.35	-	133.90	823.56	22.71	45.46	37.93	13.93	-	-	1.22	95.21	1.80	1,189.07
Charge for the year	-	3.59	-	26.28	160.72	2.34	8.04	5.85	2.58	0.09	-	0.19	15.03	0.24	224.95
Disposals/Adjustments	-	-	-	7.38	14.50	(0.93)	(0.01)	0.40	(1.22)	-	-	-	(3.39)	(0.13)	16.60
As on March 31, 2023	-	16.94	-	167.56	998.78	24.12	53.49	44.18	15.29	0.09	-	1.41	106.85	1.91	1,430.62
Acquisition through business combinations	-	-	-	102.24	388.34	10.67	-	10.64	2.44	-	-	-	-	-	514.33
Charge for the year	-	3.69	0.91	41.73	234.08	3.21	8.15	7.03	3.22	0.25	0.06	0.19	14.10	0.23	316.85
Disposals/Adjustments	-	-	-	(0.67)	(3.89)	(0.31)	(0.03)	(1.55)	(1.08)	-	(0.01)	(0.03)	(0.71)	(0.07)	(8.35)
As on March 31, 2024	-	20.63	0.91	310.86	1,617.31	37.69	61.61	60.30	19.87	0.34	0.05	1.57	120.24	2.07	2,253.45
Net Block as on March 31, 2023	100.82	96.72	-	645.81	1,506.38	9.25	74.27	24.83	13.63	0.70	-	2.68	71.36	1.01	2,547.46
Net Block as on March 31, 2024	519.24	102.60	2.46	1,042.19	2,260.17	11.99	72.09	32.60	15.56	0.89	0.28	2.30	60.07	0.86	4,123.30

Notes :

- Buildings include cost of shares in Co-operative societies.
- Buildings include one Flat amounting to Rs. 0.97 crores where the co-operative society is yet to be formed.
- Out of total depreciation above, Rs. 0.38 crores is capitalised to Capital Work in Progress.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

2. The above includes the Company's investments in renewable source of energy for captive consumption. The details are as under :

(₹ Crores)

Particulars	Freehold Land	Building *	Equipment	Total
Gross Block				
As on April 01, 2022	9.96	0.11	35.14	45.21
Additions	0.15	3.26	111.40	114.81
Disposals/Adjustments	-	-	-	-
As on March 31, 2023	10.11	3.37	146.54	160.02
Additions	0.02	0.17	1.27	1.46
Disposals/Adjustments	-	-	0.06	0.06
As on March 31, 2024	10.13	3.54	147.87	161.54
Accumulated Depreciation/ Amortization				
As on April 01, 2022	-	-	2.70	2.70
Charge for the year	-	-	1.53	1.53
Disposals/Adjustments	-	-	-	-
As on March 31, 2023	-	-	4.23	4.23
Charge for the year	-	0.13	6.37	6.50
Disposals/Adjustments	-	-	-	-
As on March 31, 2024	-	0.13	10.60	10.73
Net Block as on March 31, 2023	10.11	3.37	142.31	155.79
Net Block as on March 31, 2024	10.13	3.41	137.27	150.81

* Depreciation on building during 2022-23 is Rs. 39,460/-

3. Additional disclosure in view of amendments to the Schedule III to the Companies Act, 2013 vide Notification dated 24th March, 2021:

(i) Title deeds of Immovable Properties not held in name of the Company as on 31.03.2024

(₹ Crores)

Particulars	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, plant & equipment	Leasehold Land	13.77	Ramdev Chemical Private Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	21.37				
Property, plant & equipment	Leasehold Land	0.09	Tonira Exports Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	0.05				

(ii) Title deeds of Immovable Properties not held in name of the Company as on 31.03.2023

(₹ Crores)

Particulars	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, plant & equipment	Leasehold Land	13.77	Ramdev Chemical Private Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	21.37				
Property, plant & equipment	Leasehold Land	0.09	Tonira Exports Limited	No	Appointed date as per NCLT order 01.04.2022	Acquisition on Business Combination vide NCLT order. Name transfer work is in progress
	Buildings	0.05				

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
3A Capital-Work-in Progress (CWIP)

(i) Movement in capital work in progress

(₹ Crores)

Particulars	Amount
As at Mar 31, 2022	293.85
Additions	422.09
Capitalised during the year	593.77
As at Mar 31, 2023	122.17
Acquisition through business combinations	134.43
Additions	381.02
Capitalised during the year	314.03
As at Mar 31, 2024	323.59

(ii) Capital-Work-in Progress (CWIP) as on 31.03.2024, ageing schedule is as under:

(₹ Crores)

Sr. no.	CWIP	Amount in CWIP for a period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress	172.48	34.76	8.72	101.18	317.14
2	Projects temporarily suspended	-	0.43	3.21	2.81	6.45
	Total	172.48	35.19	11.93	103.99	323.59

In case of Unichem Laboratories Ltd, closing CWIP as at 31st March, 2024, mainly includes new manufacturing facility at Pithampur which is expected to capitalize in next year. Due to covid 19-pandemic, the completion timelines of the projects were extended.

(iii) Completion Schedule in respect of Capital-Work-in Progress (CWIP) as on 31.03.2024, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Sr. No.	CWIP Project details	To be completed in				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress:					
i	Biosimilar Manufacturing Facility - Pithampur	100.81	-	-	-	100.81
ii	Projects: Individual project costing less than Rs. 10 Crores at various manufacturing locations.	23.25	-	-	-	23.25
	Total	124.06	-	-	-	124.06
2	Projects Temporarily suspended:					
i	Various small projects	6.45	-	-	-	6.45
	Total	130.51	-	-	-	130.51

(iv) Capital-Work-in Progress (CWIP) as on 31.03.2023, ageing schedule is as under:

(₹ Crores)

Sr. No.	CWIP	Amount in CWIP for a period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress	106.83	9.63	3.57	0.05	120.08
2	Projects temporarily suspended	-	0.06	0.19	1.84	2.09
	Total	106.83	9.69	3.76	1.89	122.17

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

- (v) Completion Schedule in respect of Capital-Work-in Progress (CWIP) as on 31.03.2023, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Sr. No.	CWIP Project details	To be completed in				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
1	Projects in progress:					
ii	Other Projects: Individual project costing less than ₹ 10 Crores at various manufacturing locations.	37.13	-	-	-	37.13
	Total	37.13	-	-	-	37.13
2	Projects Temporarily suspended:					
i	Various small projects	0.24	-	-	1.84	2.08
	Total	37.37	-	-	1.84	39.21

3B Goodwill :
Goodwill on Consolidation

The Goodwill represents the excess of the consideration paid over the fair value of assets and liabilities of subsidiaries. This Goodwill is being tested for impairment at each balance sheet date.

(₹ Crores)

Particulars	Amount
Gross Block	
As on April 01, 2022	31.07
Additions	-
Changes on account of change in stake	(0.70)
Disposals/Adjustments	-
As on March 31, 2023	30.37
Additions	-
Acquisition through business combinations	52.44
Disposals/Adjustments	-
As on March 31, 2024	82.81
Accumulated Impairment	
As on April 01, 2022	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2023	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2024	-
Net Block as on March 31, 2023	30.37
Net Block as on March 31, 2024	82.81

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
3C Goodwill on Acquisition

The Goodwill represents the excess of the consideration paid over the fair value of assets and liabilities of industrial undertaking situated at Mahad and Aurangabad Unit-II. This Goodwill is being tested for impairment at each balance sheet date.

(₹ Crores)

Particulars	Amount
Gross Block	
As on April 01, 2022	7.77
Additions	-
Disposals/Adjustments	-
As on March 31, 2023	7.77
Additions	-
Disposals/Adjustments	-
As on March 31, 2024	7.77
Accumulated Impairment	
As on April 01, 2022	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2023	-
Charge for the year	-
Disposals/Adjustments	-
As on March 31, 2024	-
Net Block as on March 31, 2023	7.77
Net Block as on March 31, 2024	7.77

3D Other Intangible Assets
(₹ Crores)

Particulars	Software	Brand / Trade Mark	Know-How	Software - R&D	Product Related Intangible	Total
Gross Block						
As on April 01, 2022	53.25	68.84	57.85	4.35	112.68	296.97
Additions	5.20	-	-	0.66	-	5.86
Disposals/Adjustments	(2.08)	-	3.78	(1.72)	9.44	9.42
As on March 31, 2023	56.37	68.84	61.63	3.29	122.12	312.25
Additions	5.24	-	-	1.36	-	6.60
Disposals/Adjustments	(0.82)	-	0.72	-	1.75	1.65
As on March 31, 2024	60.79	68.84	62.35	4.65	123.87	320.50
Accumulated Depreciation/Amortization						
As on April 01, 2022	37.64	8.43	50.68	3.55	42.06	142.36
Charge for the year	7.27	-	2.56	0.36	15.18	25.37
Disposals/Adjustments	(2.02)	-	3.46	(1.64)	3.89	3.69
As on March 31, 2023	42.89	8.43	56.70	2.27	61.13	171.42
Charge for the year	7.34	-	1.27	0.50	15.05	24.16
Disposals/Adjustments	(0.01)	-	0.68	-	0.95	1.62
As on March 31, 2024	50.22	8.43	58.65	2.77	77.13	197.20
Net Block as on March 31, 2023	13.48	60.41	4.93	1.02	60.99	140.83
Net Block as on March 31, 2024	10.57	60.41	3.70	1.88	46.74	123.30

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

Range of remaining period of amortisation as at March 31,2024 of Intangible assets is as below :

(₹ Crores)

Assets	Range of remaining period of amortisation				Net Block
	< 5 year	5-10 year	>10 year	Perpetual	
Software	10.57	-	-	-	10.57
Brand / Trade Mark	0.41	-	-	60.00	60.41
Know-How	3.70	-	-	-	3.70
Software - R&D	1.88	-	-	-	1.88
Product Related Intangible	46.74	-	-	-	46.74
Total	63.30	-	-	60.00	123.30

Range of remaining period of amortization as at March 31,2023 of Intangible assets is as below :

(₹ Crores)

Assets	Range of remaining period of amortisation				Net Block
	< 5 year	5-10 year	>10 year	Perpetual	
Software	13.48	-	-	-	13.48
Brand / Trade Mark	0.41	-	-	60.00	60.41
Know-How	1.40	3.53	-	-	4.93
Software - R&D	1.02	-	-	-	1.02
Product Related Intangible	23.61	37.38	-	-	60.99
Total	39.92	40.91	-	60.00	140.83

3E Intangible assets under development

(i) Movement in intangible assets under development

(₹ Crores)

Particulars	Amount
As at March 31, 2022	12.58
Additions	11.54
Capitalised during the year	5.86
As at March 31, 2023	18.26
Additions	7.63
Capitalised during the year	6.59
As at March 31, 2024	19.30

(ii) Intangible assets under development as on 31.03.2024, ageing schedule is as under:

(₹ Crores)

Intangible assets under development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2.61	6.00	1.08	9.61	19.30
Projects Temporarily suspended	-	-	-	-	-
Total	2.61	6.00	1.08	9.61	19.30

(iii) Completion Schedule in respect of Intangible assets under development as on 31.03.2024, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Software installation project at various locations	0.22	-	-	-	0.22
Project temporarily suspended	-	-	-	1.00	1.00
Total	0.22	-	-	1.00	1.22

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

(iv) Intangible assets under development as on 31.03.2023, ageing schedule is as under:

(₹ Crores)

Intangible assets under development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.40	1.39	0.40	9.07	18.26
Projects Temporarily suspended	-	-	-	-	-
Total	7.40	1.39	0.40	9.07	18.26

(v) Completion schedule in respect of Intangible assets under development as on 31.03.2023, whose completion is overdue or has exceeded its cost compared to its original plan is as under :-

(₹ Crores)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Product Registration Expenses	9.55	-	-	-	9.55
Total	9.55	-	-	-	9.55

3F Non current assets held for sale

The group company had classified its Investment Property as held for sale. This is valued at the lower of its carrying amount and fair value less cost to sell. The group company is expecting to dispose off this asset in the next 12 months. The fair value of the property is not readily available, however, based on the management and market assessment, the fair value would be higher than carrying value of the assets. During the year ended 31st March 2024, the carrying value of 'asset held for sale' is Rs. 3.35 crores after being written down by a loss of Rs. 0.06 crores which has been charged off to statement of profit and loss.

4 Financial Assets - Investments

(₹ Crores)

Sr. no.	Particulars	As at March 31, 2024	As at March 31, 2023
4	Investments in Joint Venture / Associates (Equity Method)		
1	Equity instrument in Joint Venture	167.38	130.40
2	Equity instrument in Associates	(5.49)	(0.59)
3	Provision for diminution in the value of Investments	(4.87)	-
	Total	157.02	129.81
4A	Other Non-Current Investments		
1	Investment in convertible Share Warrants in Joint Venture	9.07	17.44
2	Investment in preference shares in Associates	130.00	130.00
3	Investment in Equity (At FVTPL)	0.06	0.04
4	Investment in LLP (At FVTOCI)	18.56	25.37
5	Provision for diminution in the value of Investments	(11.10)	-
	Total	146.59	172.85
4B	Current Investments (At FVTPL)		
	Investment in Mutual fund	558.40	323.32
	Total	558.40	323.32

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
4 Investment in Joint Ventures / Associates

Sr. No.	Name of the Body Corporate	Relationship	Face Value	Extent of Holding (%) No. of shares		(` Crores)	
				As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Non-Current Investment							
1	Investment in Joint Ventures						
i)	Avik Pharmaceutical Ltd. - Unquoted	Joint Venture	₹ 100	50.00% 5,44,000	50.00% 5,44,000	14.60	10.25
ii)	Lyka Labs Ltd. - Quoted (Joint Venture w.e.f 8 th August 2022) (The Shares acquired during the Financial year 2022-23 are transferred in the name of company on May 22, 2023)	Joint Venture	₹ 10	36.34% 1,20,24,923	31.36% 96,24,923	152.78	120.15
Total						167.38	130.40
2	Investment in Associates						
i)	Krebs Biochemicals & Industries Ltd.- Quoted	Associate	₹ 10	49.65% 1,07,05,195	49.65% 1,07,05,195	(10.36)	(0.59)
ii)	CCPL Software Pvt.Ltd. - Unquoted	Associate	₹ 100	28.95% 55,000	28.95% 55,000	-	-
iii)	Synchron Research Services Private Limited - Unquoted	Associate	₹ 10	16.91% 2,08,333	- -	4.87	-
Total						(5.49)	(0.59)

4A Other Non-Current Investments

Sr. No.	Name of the Body Corporate	Relationship	Face Value	Extent of Holding (%) No. of shares		(` Crores)	
				As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
1	Investment in convertible Share Warrants (partly paid) (at cost)						
a)	Lyka Labs Ltd. (Joint Venture w.e.f. 8 th August, 2022)	Joint Venture	₹ 10	26,00,000	50,00,000	9.07	17.44
Total						9.07	17.44
2	Investment in preference shares in Associates						
a)	Krebs Biochemicals & Industries Ltd.- Unquoted (9% Non convertible, Redeemable & Non Cumulative Preference shares)	Associate	₹ 100	100.00% 1,30,00,000	100.00% 1,30,00,000	130.00	130.00
Total						130.00	130.00
3	Investments at fair value through P&L (fully paid)						
Unquoted equity shares							
a)	Gujarat Industrial Co-Op Bank Ltd.	Others	₹ 50	140	140	-	-

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

Sr. No.	Name of the Body Corporate	Relationship	Face Value	Extent of Holding (%) No. of shares		(₹ Crores)	
				As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
b)	Narmada Clean Tech	Others	₹ 10	35,000	35,000	0.04	0.04
c)	BEIL Infrastructure Ltd. #	Others	₹ 10	1,134	1,134	-	-
d)	Shivalik Solid Waste Management Limited (* includes 2,500 bonus shares)	Others	₹ 10	*22,500	-	0.02	-
	Total					0.06	0.04

Value of shares ₹ 11,340/-

The fair value of these investments are not determinable and are not material to these financial statements.

4 Investments at fair value through OCI (Unquoted)

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Investment in ABCD Technologies LLP (refer note f below)	18.56	25.37
Total	18.56	25.37

5 Provision for diminution in the value of Investments till date in shares in respect of the above companies is as follows:-

(₹ Crores)

Sr. No.	Name of the Body Corporate	Relationship	As at March 31, 2024	As at March 31, 2023
A	Equity Shares			
	Synchron Research Services Private Limited	Associate	4.87	-
B	Preference Shares			
	Krebs Biochemicals & Industries Ltd.	Associate	11.10	-
	Total		15.97	-

6 Aggregate value of investments

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Aggregate book value of quoted investments - Non Current	142.42	119.56
Aggregate market value of quoted investments - Non Current	192.73	161.15
Aggregate book value of unquoted investments - Non Current	177.16	183.10

7 Details of Investments in Joint Venture / Associates at Cost**a) Avik Pharmaceutical Ltd., India**

During the year 2013-14 the Company had acquired 49.02% of shares in Avik Pharmaceutical Ltd. Avik is manufacturing APIs, primarily Cortico Steroids and Hormones since 1980. Avik is pioneer in the manufacturing of steroids in India. Avik's two manufacturing facilities are located at Vapi, Gujarat. During the year 2018-19, the Company has been allotted 33,000 shares under right issue. Further, during the year 2021-22, the Company has acquired additional 11,000 shares post which the Company's holding in Avik Pharma is 50.00%.

b) Trophic Wellness Pvt. Ltd., India

Trophic Wellness Pvt. Ltd. was incorporated in 2010 and is headquartered in Mumbai, India. The Company has acquired shareholding to the extent of 19.26% during the year 2010-11, 20% during the year 2020-21 & additional 13.09% during the year 2021-22 in Trophic Wellness Pvt. Ltd and status of Trophic Wellness Pvt. Ltd. is changed from associate to subsidiary w.e.f 11th June 2021. Trophic Wellness Pvt. Ltd. is engaged in the manufacturing and marketing of nutraceuticals with its manufacturing unit situated in Sikkim. During the year 2022-23 Company has acquired additional 6.53% in Trophic Wellness Pvt. Ltd. resulting in total equity holding of 58.88%.

c) Krebs Biochemicals & Industries Ltd., India

Krebs Biochemicals and Industries Ltd. was established in 1991. During the financial year 2014-15, Krebs Biochemicals and Industries Ltd. became an associate company. Krebs undertakes both contract manufacturing and develops products for sale in global markets. Krebs is listed on NSE and BSE and is headquartered in Vishakhapatnam, India with manufacturing plants in Nellore and Vishakhapatnam. Expertise and infrastructure in the areas of chemical synthesis, fermentation and enzymatic technologies along with a focus on cost and quality makes Krebs a logical partner of the Company for the development and supply of products made using one or more of these technologies.

Equity Shares-During the year 2019-20 company has been allotted 13,70,000 equity shares resulting into increase in holding to the extent of 44.67%. Further, during the year 2021-22, the company has been allotted 19,40,000 shares upon conversion of share warrants. Now Company's holding in Krebs is 49.65%.

Preference Shares- During the year 2019-20 Company has been allotted 30,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of Rs. 100/- each. Further, during the year 2021-22 company has been allotted 1,00,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of Rs. 100/- each. Now company have 1,30,00,000, 9% preference shares (non convertible, redeemable & non cumulative) of Rs. 100/- each.

d) Lyka Labs Ltd., India

Lyka Labs Limited was incorporated in 1976. In the year 2021-22 the company has acquired 26.58% shareholding & during the year 2022-23 Company has acquired additional shareholding to the extent of 4.78% of Lyka resulting into total holding percentage to 31.36%. Lyka Labs Limited is engaged in the business of manufacturing and marketing of injectables, lyophilized injectables and topical formulations. Lyka's Manufacturing facility is situated at Ankleshwar, Gujarat. Lyka's shares are listed at BSE & NSE. During the year 2021-22 the company had entered into a joint management control agreement with the promoters of the said company and in the year 2022-23 appointed independent director w.e.f 8th August 2022, with this the status of Lyka Labs Limited has been changed from associates to Joint venture w.e.f 8th August 2022.

Convertible Share Warrants (partly paid)- During the year 2022-23 Company has been allotted 50,00,000 convertible share warrants of Rs. 10 each partly paid. These warrants are convertible into equity shares in one or more tranches, at the option of the allottee, within a period of 18 months of its allotment. Out of this 24,00,000 warrants are converted into equity shares during the year. Now company's holding in Lyka is 36.34%. During the year the Company has further invested in 24,00,000 warrants.

e) Unichem Laboratories Ltd., India

On August 2, 2023, the company acquired 2,35,01,440 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd. representing 33.38% of its paid-up equity share capital @ Rs. 402.25 per share aggregating to Rs. 945.35 crores. The Company has also accepted 1,35,79,571 equity shares of Rs. 2/- each validly tendered in open offer by the public shareholders of Unichem Laboratories Ltd. @ Rs. 440 per equity share aggregating to Rs. 597.50 crores and representing 19.29% of the paid-up equity share capital of the said Unichem Laboratories Ltd. The Company now holds 3,70,81,011 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd., representing 52.67% of paid-up share capital of the said company. In view of this, Unichem Laboratories Ltd. has become subsidiary of the Company. Since Subsidiary's Subsidiary is also a subsidiary, 6 wholly owned Subsidiaries of Unichem Laboratories Ltd. have also become Subsidiaries of the Group.

f) Investment in ABCD Technologies LLP :

During the year 2021-22, the company has made a strategic investment of Rs. 25 crores in ABCD Technologies LLP. ABCD Technologies LLP will, through its investment entities, engage in the objective of digitizing health care infrastructure in India. The investment is accounted as Fair Value through other comprehensive income (FVTOCI) as per Company's election in accordance with Ind AS 109- Financial Instruments. The Company has a 4.03% share of profit/loss and voting rights. In terms of the limited liability partnership agreement, the contribution made by the Company has a lock-in period of 3 years from the date of investment till April 30, 2024. During the year based on valuation report of the registered valuer the Company has accounted for fair valuation changes i.e., loss through Other Comprehensive Income amounting to Rs. 6.81 crores.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

g) Disclosure required under Schedule III on utilization of borrowed funds and share premium:

The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities ("Intermediaries") with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether, directly or indirectly lend or invest in other persons/ entities identified in any manner whatsoever by or on behalf of the Group ('ultimate beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

h) The Group has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

Note: Inter group transactions that have been eliminated has not been presented in this Consolidated Financial Statement.

4B Current Investments

Sr. No.	Name of the Mutual Fund Scheme	No. Of Units		(₹ Crores)	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
	Quoted investments				
	Investments at fair value through P&L (fully paid)				
	Investments in Mutual Fund				
	Aditya Birla Liquid - Regular Plan - Growth	3,55,244	-	13.70	-
	Aditya Birla Sun Life Liquid Fund- Regular - Growth	1,58,773	5,64,451	6.12	20.31
	Axis Liquid Fund-Direct-Growth	2,46,038	-	66.03	-
	Axis Liquid Fund-Growth	-	1,88,644	-	46.86
	Bandhan Money Market Fund-Direct -Growth	50,57,289	-	20.07	-
	DSP Liquidity Fund-Direct-Growth	66,149	-	22.83	-
	DSP Liquidity Fund-Growth	15,196	1,51,232	5.19	48.21
	HDFC Money Market Fund-Direct -Growth	41,647	-	22.07	-
	ICICI Prudential Money Market Fund-Direct-Growth	5,74,626	-	20.07	-
	Immediate liquidity applications -FAF (Brazil)	13,667	-	1.97	-
	INVESCO India Liquid Fund- Growth	7,714	87,390	2.54	26.81
	INVESCO India Liquid Fund-Direct- Growth	56,759	-	18.81	-
	Kotak Liquid Fund - Regular Plan - Growth	85,307	-	41.29	-
	Kotak Liquid Fund Regular Plan - Growth	10,458	-	4.31	-
	Kotak Liquid Fund Regular Plan - Money Market	31,844	-	15.41	-
	Kotak Liquid Scheme - Growth	1,02,444	2,32,699	49.58	105.12
	Kotak Liquid Scheme -Direct- Growth	91,248	-	44.52	-
	Kotak Money Market Fund-Direct - Growth	2,00,564	1,05,355	82.68	40.33
	Nippon India Liquid Fund - Regular - Growth	26,130	-	15.27	-
	Nippon India Liquid Fund-Direct-Growth	1,28,120	-	75.71	-
	Nippon India Liquid Fund-Growth	-	29,388	-	16.03
	Nippon India Money Market Fund - Direct - Growth	31,810	-	12.16	-
	Nippon India Money Market Fund-Direct-Growth	-	46,828	-	16.61
	SBI Liquid Fund - Growth	-	8,689	-	3.04
	SBI Liquid Fund Direct Growth*	3,542	-	1.34	-
	Tata Liquid Fund -Direct- Growth	43,893	-	16.73	-
	Total Current Investments			558.40	323.32

* Investments in mutual funds are pledged with Citibank N.A. Refer note 20(b).

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
Aggregate value of investments

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Aggregate book value of quoted investments	558.40	323.32
Aggregate market value of quoted investments	558.40	323.32

4C Details of loans given, investments made, guarantees given and security provided covered under section 186(4) of the Companies Act,2013 are given hereunder:

(₹ Crores)

Sr. No.	Name of the party	Nature	Relation	Purpose	2023-24	2022-23
1	Krebs Biochemicals & Industries Ltd.	Loan	Associate	Loan given for business purpose	10.50	41.00
2	Lyka Labs Ltd. - Quoted	Investment	Joint Venture	Share warrant converted into Equity Share	33.48	27.90
3	Lyka Labs Ltd. - Unquoted	Investment	Joint Venture	Share warrant	25.11	17.44
4	Lyka Labs Ltd.	Loan	Joint Venture	Loan for business purpose	-	98.00
5	Makers Laboratories Ltd.	Loan	Related Party	Loan given for business purpose	-	2.00
6	Resonance Specialties Ltd.	Loan	Related Party	Loan given for business purpose	-	2.00
7	Other non-related corporate body	Loan	Other non-related corporate body	Loan given for business purpose	3.50	31.75
	Total				72.59	220.09

The disclosure under section 186(4) of the Act is made at transaction value before Ind AS effects.

4D The Associates and Joint venture of the Holding Company and the ownership interest for the year 2023-24 are as follows: -

(₹ Crores)

Particulars	CCPL Software Private Ltd. **	Krebs Biochemicals & Industries Ltd.	Lyka Labs Ltd.	Avik Pharmaceutical Ltd.	Total
% of Share held for 2022-23	28.95%	49.65%	31.36%	50.00%	
Original cost of Investment	1.31	78.77	126.01	6.95	211.73
(Goodwill)/Capital Reserve	(0.79)	(80.61)	(118.00)	(10.96)	
Accumulated Profit/ (Loss) up to 31/03/2023	(0.51)*	(79.48)	(5.90)	3.14	(82.24)
Accumulated other comprehensive income up to 31/03/2023	-	0.13	0.06	0.16	0.35
% of Share held for 2023-24	28.95%	49.65%	36.34%	50.00%	
Increase in Investment during the year 2023-24	-	-	33.48	-	33.48
(Goodwill)/Capital Reserve increase during the year	-	-	(31.23)	-	
Share of Profit / (Loss) for the year 2023-24	*	(9.77)	(0.90)	4.38	(6.29)
Share of Other comprehensive income for the year 2023-24		(0.01)	0.03	(0.03)	(0.01)
Carrying value of Investment on 31/03/2024	NIL**	(10.36)	152.78	14.60	157.02

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
4E The Associates and Joint venture of the Holding Company and the ownership interest for the year 2022-23 are as follows: -

(₹ Crores)

Particulars	CCPL Software Private Ltd. **	Krebs Biochemicals & Industries Ltd	Lyka Labs Ltd.	Avik Pharmaceutical Ltd.	Total
% of Share held for 2021-22	28.95%	49.65%	26.58%	50.00%	
Original cost of Investment	1.31	78.76	98.10	6.95	183.81
(Goodwill)/Capital Reserve	(0.79)	(80.61)	(92.25)	(10.96)	
Accumulated Profit/ (Loss) up to 31/03/2022	(0.51)*	(67.35)	(2.48)	0.53	(69.30)
Accumulated other comprehensive income up to 31/03/2022	-	(0.03)	0.07	0.14	0.18
% of Share held for 2022-23	28.95%	49.65%	31.36%	50.00%	
Increase in Investment during the year 2022-23	-	-	27.89	-	27.89
(Goodwill)/Capital Reserve increase during the year	-	-	(25.75)	-	
Share of Profit / (Loss) for the year 2022-23	*	(12.13)	(3.42)	2.61	(12.94)
Share of Other comprehensive income for the year 2022-23	-	0.16	(0.01)	0.02	0.17
Carrying value of Investment on 31/03/2023	NIL**	(0.59)	120.15	10.25	129.81

* No effect of share of loss from CCPL is taken since 01.04.2004, as the Company has no further commitment towards its share of loss in the Associate.

** Balance cost is fully written off in books.

- 4F** Auditors of one of the associate Krebs Biochemical and Industries Limited has carried a paragraph of material uncertainty relating to going concern in their audit report. We at the holding company have considered the financial position and have carried out impairment testing and impaired part of the exposure. We do not expect the material uncertainty relating to going concern paragraph to have significant impact on the group operations as the Company has drawn up plans for the revival of the associate and to recover the value of the exposure.

5 Financial Assets - Loans (At amortised cost-Unsecured)

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
(a) Loans to related parties - considered good	87.70	4.40	115.32	-
(b) Loans given to employees - considered good	0.64	1.75	0.58	1.48
(c) Loans given to Others - considered good	0.25	3.25	-	1.75
Total	88.59	9.40	115.90	3.23

Note: No amount is due from any of the directors or officers of the Group, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

Disclosures:

- a) Details of loans and advances in the nature of loan to associates etc. as required under Schedule V(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

(₹ Crores)

Sr. no.	Name of the company and Relationship	Balance as at March 31, 2024	Maximum outstanding during the year 2023-24	Balance as at March 31, 2023	Maximum outstanding during the year 2022-23
i)	Krebs Biochemicals & Industries Ltd. - Associate	53.50	53.50	43.00	43.00
ii)	Avik Pharmaceutical Ltd. - Joint Venture	11.10	12.32	12.32	13.78
iii)	Makers Laboratories Ltd.- Related Party	-	2.00	2.00	8.90
iv)	Lyka Labs Ltd.- Joint Venture	27.50	58.00	58.00	103.00
v)	Resonance Specialties Ltd.	-	-	-	2.00
	Total	92.10	125.82	115.32	170.68

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

- b) Disclosure u/s 186(4) of the Companies Act 2013 is made under Investment schedule vide Note reference - 4C
- c) During the year company has set the term of loans to joint venture Avik Pharmaceutical Ltd. which was hitherto without any terms of repayment.
- d) Investment by the loanee in the shares of the Holding Company:
None of the loanees have, per se, made investments in the shares of the Holding Company.
- e) Loans or Advances in the nature of loans which are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment are as under :

The loan given without stipulation is given below

(₹ Crores)

Type of Borrower	As on 31.03.2024		As on 31.03.2023	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	12.32	10.34%

6 Financial Assets - Others (At amortised cost)

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Deposits				
Considered good				
- With related party	39.89	-	42.50	-
- With others	25.69	1.82	19.39	0.97
Which have significant increase in Credit Risk	0.54	-	-	-
	66.12	1.82	61.89	0.97
Less : Provision for expected credit loss	(0.54)	-	-	-
	65.58	1.82	61.89	0.97
Advances to employees				
- Considered good	-	2.37	-	1.18
- Considered doubtful	-	0.31	-	0.33
	-	2.68	-	1.51
Less : Provision for expected credit loss	-	(0.31)	-	(0.33)
	-	2.37	-	1.18
Deposit with others	1.37	-	1.49	-
Other income receivables	-	-	0.04	5.00
Interest on deposit receivable	0.04	0.69	0.02	1.94
Interest accrued receivable from Banks	-	1.12	-	22.92
Interest accrued receivable from related party	-	8.65	-	7.30
Claim receivables	-	42.49	-	39.49
Unbilled revenue	-	8.10	-	7.09
Forward contract gain receivable	-	11.49	-	0.24
Term deposits with Banks*	18.94	-	7.62	11.00
Royalty Receivable	-	-	-	1.23
Total	85.93	76.73	71.06	98.36

*Term deposit of Rs. 11.00 crores (previous year Rs. 11.00 crores) has been provided as security by way of lien with RBL Bank towards short term credit facility availed by Krebs Biochemicals & Industries Ltd., an associate company. All other term deposits are lying with government authorities and / or as margin for guarantees issued by banks to various authorities.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
7 Other Non-Financial Assets

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
(i) Capital advances (refer note (a) below) (Unsecured, considered good)	32.94	-	37.05	-
(ii) Prepaid expenses	2.02	48.29	1.52	31.19
(iii) Deposits with Govt. departments (refer note (b) below)				
- Considered good	116.59	181.26	11.46	0.47
- Considered doubtful	-	0.06	-	-
- Provision for doubtful	-	(0.06)	-	-
(iv) Unutilised Indirect tax credit	-	69.94	-	57.12
(v) Advance to suppliers (refer note (c) below)	2.86	40.64	-	29.84
(vi) Payments to European Commission (refer note 17(b))	21.45	-	-	-
(vii) Export benefits receivables	-	21.10	-	9.18
(viii) Advances to employees	-	3.57	-	2.84
(ix) Others				
- Considered good	0.08	9.92	0.31	5.74
- Considered doubtful	-	1.51	-	-
- Provision for doubtful	-	(1.51)	-	-
(x) Duties and Taxes Refundable	-	61.64	-	42.35
(xi) Prepaid taxes (net of provisions)	7.66	-	1.82	-
Total	183.60	436.36	52.16	178.73

Note: No amount is due from any of the directors or officers of the Group, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

(a) Net of provision for doubtful capital advances Rs. 0.36 crores.

(b) Deposit with Govt. departments comprises of deposits paid under protest.

(c) Advances to suppliers include a sum of Rs 4.29 crores (PY: Rs 4.29 crores) paid to Brand Equity Treaties Ltd. This advance is made pursuant to an amendment in the agreement with M/s Brand Equity Treaties Ltd for advertisement and publicity in the Times group publications. The said agreement will expire on 31st March 2027. The advances paid shall be adjusted against the advertisement and publicity services to be received from them.

8 Inventories

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
i) Raw Materials				
In hand	835.64		568.32	
In transit	54.23	889.87	90.97	659.29
ii) Packing Materials				
In hand	80.99		57.85	
In transit	0.91	81.90	0.47	58.32
iii) Work-in-progress		417.00		326.93
iv) Finished goods				
In hand				
Own	647.56		507.49	
Traded	330.51	978.07	128.27	635.76
In transit				
Own	32.48		19.69	
Traded	2.22	34.70	0.90	20.59
v) Stores, spares and others		68.02		42.48
Total		2,469.56		1,743.37

All the above inventory other than stores & spares are hypothecated to the lenders as security towards short-term borrowings.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

The disclosure of inventories recognised as an expense in accordance with paragraph 36 of Ind AS 2 is as follows:

(₹ Crores)

Particulars		As at	As at
		March 31, 2024	March 31, 2023
(i)	Amount of inventories recognised as an expense during the period.	2,632.85	2,369.07
(ii)	Amount of write - down of inventories recognised as an expense during the period.	37.93	9.54
Total		2,670.78	2,378.61

8A Biological Assets

(₹ Crores)

Particulars	As at March 31, 2024			
	Non Current	Current		
	Cattle	Turmeric	Napier Grass	Total
Opening balances	-	-	-	-
Add: Purchase/ New Plantations	0.69	1.74	-	1.74
Less: Sales of produce	-	-	-	-
Change in fair value less cost to sell (Loss)/Gain	(0.55)	0.01	-	0.01
Closing Balance	0.14	1.75	-	1.75

Brief description of Horticulture activity

The Company has the following biological assets as parts of its horticulture activities which are more in the nature of backward integration for growing napier grass which will be used to make pellets to fire its boilers as fuel.

1. Cattle
2. Agricultural produce in the nature of Napier Grass and Turmeric.

The Company has also initiated projects for making pellets out of the grass.

The cattle is used primarily for providing manure and feed for the healthy growth of napier grass.

Bearer Plants represents the Napier Saplings which are expected to yield Napier grass over a period of 4 years and hence are depreciated over the period of 4 years and the same is disclosed under PPE.

This being the first year of operation and there being no precedence of possible fair value of the napier grass, the same are not fair valued and taken at NIL value. Depending upon the experience gain in future the same will be fair valued and accounted in future. The small quantity of grass sold during the year are credited to other income of an amount of Rs. 0.09 crores.

9 Financial Assets - Trade receivables (At amortised cost-Unsecured)

(₹ Crores)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Considered good :	1,686.51	989.02
Which have significant increase in credit risk	0.09	0.45
Credit impaired	3.74	0.23
	1,690.34	989.70
Less : Provision for expected credit loss	(3.83)	(0.68)
Total	1,686.51	989.02

Note: No amount is due from any of the directors or officers of the Group, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

The Group uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analysed. The Group estimates the following matrix at the reporting date which is calculated on overdue amounts.

Particulars	As at March 31, 2024	As at March 31, 2023
In the case of holding company		
Default rate - Local	0.18%	0.55%
Default rate - Export	0.04%	0.27%

Movement in the expected credit loss allowance

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the period	(0.68)	(1.26)
Acquisition through business combinations	(3.22)	-
Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	0.07	0.58
Provision at the end of the period	(3.83)	(0.68)

Trade Receivables as on 31.03.2024, ageing schedule is as under :-

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	1,008.79	627.79	47.80	1.54	0.13	0.46	1,686.51
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	0.08	0.01	-	-	-	0.09
(iii) Undisputed Trade Receivables – credit impaired	0.84	0.21	0.18	0.25	0.75	0.54	2.77
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.08	0.89	0.97
Total Trade Receivables	1,009.63	628.08	47.99	1.79	0.96	1.89	1,690.34

Trade Receivables as on 31.03.2023, ageing schedule is as under :-

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	832.18	146.62	8.27	1.66	0.29	-	989.02
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	0.42	0.02	0.01	-	-	0.45
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.13	0.10	0.23
Total Trade Receivables	832.18	147.04	8.29	1.67	0.42	0.10	989.70

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
10 Financial Assets - Cash & Cash Equivalents

(₹ Crores)

Particulars	As at	
	March 31, 2024	March 31, 2023
Balances with banks:		
In Current Accounts	138.42	91.37
Deposit with original maturity of less than three months	70.12	1,166.17
Cash on hand	0.37	0.31
Total	208.91	1,257.85

Note: Balance with bank in current account as on March 31, 2024 includes balance with one bank account of erstwhile Noble Explochem Limited aggregating to Rs.14,959/- (previous year Rs.15,608/-) where change of account name in Company's name is in process.

11 Financial Assets - Bank balances other than (10) above

(₹ Crores)

Particulars	As at	
	March 31, 2024	March 31, 2023
Unclaimed dividend accounts	2.80	1.40
Balances with banks:		
Fixed Deposit with Bank *	85.13	593.99
Total	87.93	595.39

* **Note:** Includes Fixed Deposit of Rs 7.09 Crores (PY: Rs 7.09 Crores) on which lien is marked by Yes Bank for credit facilities sanctioned to the Company. The Company has not filed charges with MCA for the same.

12 Equity Share Capital

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of shares	(₹ Crores)	Number of shares	(₹ Crores)
Authorised Capital *				
Equity shares of ₹ 1 each	57,60,00,000	57.60	57,60,00,000	57.60
Issued, Subscribed				
Equity Shares of ₹ 1 each	25,62,66,408	25.63	25,62,66,408	25.63
Paid up equity shares of ₹ 1 each (Refer Note no. 12(v) below)	25,37,04,218	25.37	25,37,04,218	25.37
Total		25.37		25.37

* Authorized capital has been enhanced pursuant to merger of Ramdev Chemical Private Limited and Tonira Exports Limited. Refer note 12 (v) below.

Disclosures:
i) Reconciliation of Shares

Particulars	As at March 31, 2024		As at March 31, 2023	
	Numbers of shares	(₹ Crores)	Numbers of shares	(₹ Crores)
Shares outstanding at the beginning of the year (Face value of ₹ 1 each)	25,37,04,218	25.37	25,37,04,218	25.37
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	25,37,04,218	25.37	25,37,04,218	25.37

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**ii) Details of Shareholders holding more than 5% shares**

Name of Shareholder	As at March 31, 2024		As at March 31, 2023	
	Number of shares held (Face value of ₹ 1 each)	%	Number of shares held (Face value of ₹ 1 each)	%
Kaygee Investments Private Limited	5,44,78,390	21.47%	5,44,78,390	21.47%
Kaygee Laboratories Private Limited	1,67,70,000	6.61%	1,67,70,000	6.61%
Chandurkar Investments Private Limited	1,39,56,010	5.50%	1,39,56,010	5.50%
HDFC Midcap Opportunities Fund	1,30,10,294	5.13%	1,39,37,619	5.49%

iii) Rights and obligations of shareholders

The Company has only one class of share referred as equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after payment of external liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders. The dividend if recommended by management is subject to shareholders' approval at the Annual General Meeting.

iv) Shareholding of promoters is as under:-

Sr. No.	Promoter name	Shares held by promoters at the end of the year 31.03.2024			Shares held by promoters at the end of the year 31.03.2023		
		No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
1	Kaygee Investments Pvt. Ltd.	5,44,78,390	21.47%	-	5,44,78,390	21.47%	-
2	Chandurkar Investments Pvt. Ltd.	1,39,56,010	5.50%	-	1,39,56,010	5.50%	-
3	Kaygee Laboratories Pvt. Ltd.	1,67,70,000	6.61%	-	1,67,70,000	6.61%	-
4	Paschim Chemicals Pvt. Ltd.	1,01,73,000	4.01%	0.01%	1,01,38,000	4.00%	-
5	Xbees Traders LLP (Formerly Paranthapa Investments and Traders Pvt. Ltd.)	31,000	0.01%	-	31,000	0.01%	-
6	Makers Laboratories Ltd.	960	0.00%	-	960	0.00%	-
7	Mexin Medicaments Pvt. Ltd.	14,058	0.01%	-	14,058	0.01%	-
8	M.R. Chandurkar	-	0.00%	-	-	0.00%	-1.70%
9	Usha M. Chandurkar	83,02,000	3.27%	-	83,02,000	3.27%	1.70%
10	Sameer M. Chandurkar	20,00,000	0.79%	-	20,00,000	0.79%	-
11	Premchand Godha	58,14,680	2.29%	-	58,14,680	2.29%	-
12	Usha P. Godha	24,18,740	0.95%	-	24,18,740	0.95%	-
13	Prashant Godha	15,68,644	0.62%	-	15,68,644	0.62%	-
14	Pranay Godha	17,00,990	0.67%	-	17,00,990	0.67%	-
15	Kalpana Jain	2,30,000	0.09%	-	2,30,000	0.09%	-
16	Bhawna Godha	5,000	0.00%	-	5,000	0.00%	-
17	Neetu Godha	4,000	0.00%	-	4,000	0.00%	-
18	Nirmal Jain	-	0.00%	-	-	-	-
Total		117,467,472	46.30%		117,432,472	46.29%	

13 Disclosure as required by Ind AS 103 Business Combination**I. A Merger of Ramdev Chemical Private Limited and Tonira Exports Limited with Ipca Laboratories Limited**

Pursuant to the Scheme of Merger ('the Scheme') of Ramdev Chemical Private Limited (Ramdev) and Tonira Exports Limited (Tonira) with Ipca Laboratories Limited (Ipca) under the provisions of Sections 230 to 232 of the Companies Act, 2013 which

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

has been approved by the National Company Law Tribunal vide their order delivered on 27th April 2023, which has been filed with the Registrar of Companies on May 23, 2023, to make the Scheme effective. All the assets and liabilities, both movable and immovable, all other interest, rights and power of every kind, and all its debts, liabilities, including contingent liabilities, duties and obligations have been transferred to and vested in the Transferee company with effect from the Appointed Date 1st April 2022. Accordingly, the Scheme has been given effect to in these accounts. Since the Business Combination is of entities under common control in accordance with the Appendix C of Ind AS 103, the financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. Accordingly, the Company has accounted for the Scheme in its books of accounts with effect from 1st April 2021 as required by Appendix C of Ind AS 103 "Business Combination". Figures for financial year 2021-22 are accordingly restated to give effects of the merger.

B Issue of Shares/Consideration: Since Ramdev Chemical Private Limited and Tonira Exports Limited are the wholly owned subsidiaries of the Company, there was no exchange/issue of shares by the Company to the shareholders of Ramdev Chemical Private Limited and Tonira Exports Limited.

C Salient Features of the Scheme of Merger by Absorption

(i) Description of Companies and Background of Ramdev Chemical Private Limited

Ramdev Chemical Private Limited (CIN: U24200MH1999PTC120863) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at Plot No.142-AB, Kandivali Industrial Estate, Kandivali (West) Mumbai City MH 400067 IN. The Transferor Company is a pharmaceutical company manufacturing in all forms, heavy chemicals of all kinds, (Solid, liquid, gaseous), bulk drugs, medicinal and pharmaceuticals products. The products of the Company are sold in and outside India. The Company has a manufacturing unit in India at Tarapur (Maharashtra) for manufacturing of Active Pharmaceutical Ingredients (Bulk Drugs) (APIs).

(ii) Description of Companies and Background of Tonira Export Limited

Tonira Export Limited (CIN: U51909MH1995PLC248308) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at 142AB, Kandivali Industrial Estate Kandivali (West) Mumbai City MH 400067 IN. The Transferor Company currently is not engaged in any active business. The Company was the wholly owned subsidiary of Tonira Pharma Ltd. and became wholly owned subsidiary of Ipca laboratories Limited (Transferee Company) upon merger of the said Tonira Pharma Ltd. with Ipca Laboratories Ltd. (Transferee Company) in April, 2012.

(iii) Appointed date

The appointed date for the purpose of this amalgamation is 1st April 2022.

(iv) Accounting Treatment

In accordance with the scheme approved, the accounting for this amalgamation has been done in accordance with the "Pooling of Interest Method" referred to in Appendix C - Business combinations of entities under common control of Indian Accounting Standard 103- "Business Combination" of the Companies (Indian Accounting Standards) Rules, 2015.

D Ipca has accounted for the Scheme in its books of accounts with effect from 1st April 2021 as explained in para (vi) A above. and accordingly has restated prior period comparative.

- (i) With effect from 01st April 2021, all assets and liabilities appearing in the books of accounts of Ramdev and Tonira have been transferred to and vested in Ipca and have been recorded by Ipca at their respective carrying values.
- (ii) The difference between the carrying values of net identifiable assets and liabilities of Ramdev Chemical Private Limited transferred to Ipca Laboratories Limited pursuant to this scheme and the value of investments in the books of Ipca Laboratories Limited has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103. In the case of Tonira Exports Limited, there was no difference between the carrying values of net identifiable assets and liabilities and the equity. However the existing reserves have retained their character on merger with Ipca.
- (iii) All inter company transactions have been eliminated on incorporation of the accounts of Ramdev Chemical Private Limited and Tonira Exports Limited in Ipca Laboratories Limited.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

E Disclosure in accordance with Appendix C of IND AS 103- Business combinations of entities under common control:

*	Names and general nature of business of the combining entities	Ramdev Chemical Private Limited (CIN: U24200MH1999PTC120863) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at Plot No.142-AB, Kandivli Industrial Estate, Kandivli (West) Mumbai City MH 400067 IN. The Transferor Company is a pharmaceutical company manufacturing in all forms, heavy chemicals of all kinds, (Solid, liquid, gaseous), bulk drugs, medicinal and pharmaceuticals products. The products of the Company are sold in and outside India. The Company has a manufacturing unit in India at Tarapur (Maharashtra) for manufacturing of Active Pharmaceutical Ingredients (Bulk Drugs) (APIs).
		Tonira Export Limited (CIN: U51909MH1995PLC248308) is a Private Limited Company incorporated under the Companies Act, 1956 having its registered office at 142AB, Kandivli Industrial Estate Kandivli (West) Mumbai City MH 400067 IN. The Transferor Company currently is not engaged in any active business. The Company was the wholly owned subsidiary of Tonira Pharma Ltd. and became wholly owned subsidiary of Ipca laboratories Limited (Transferee Company) upon merger of the said Tonira Pharma Ltd. with Ipca Laboratories Ltd. (Transferee Company) in April, 2012.
		Ipca Laboratories Limited (CIN:L24239MH1949PLC007837) is a listed public limited company incorporated under the Companies Act, 1913 having its registered office at 48 Kandivli Industrial Estate Kandivali (W) Mumbai, 400067 Maharashtra, India. The Transferee Company was originally incorporated to engage in the business of manufacturing and marketing of drugs and pharmaceuticals, chemicals, cosmetics and toiletries production October 19, 1949 under the Companies Act, 1913, with the Registrar of Companies, Maharashtra, Mumbai as 'The Indian Pharmaceutical Combine Association Limited'. The name of the Company was changed to 'Ipca Laboratories Limited'.
*	The date on which the transferee obtains control of the transferor	The transferors were already wholly owned subsidiaries of the transferee and control existed from a prior date. The appointed date as per scheme is April 1, 2022.
*	Description and number of shares issued, together with the percentage of each entity's equity shares exchanged to effect the business combination	No shares were exchanged / issued

(₹ Crores)

The amounts recognised as of the acquisition date for each major class of assets acquired and liabilities assumed.	Assets Recognised		
	Particulars	Ramdev	Tonira
	Property , Plant and Equipment	73.27	0.13
	Non Current Assets	6.36	0.00
	Deferred Tax Assets	-	0.03
	Current Assets	31.07	-
	Cash and Cash Equivalent	0.75	0.07
	Other Bank Balance	0.35	-
	Total Assets	111.80	0.23
	Liabilities Recognised		
	Non Current Liabilities	1.27	-
	Current Liabilities	31.89	-
	Deferred Tax Liabilities	7.07	-
	Total Liabilities	40.23	-
	Consideration Paid	108.72	0.10
	Amalgamation Adjustment Deficit Account	37.14	-

*	The amount of any difference between the consideration and the value of net identifiable assets acquired, and the treatment thereof	The difference between the carrying values of net identifiable assets and liabilities of Ramdev Chemical Private Limited transferred to Ipca Laboratories Limited pursuant to this Scheme and the value of consideration paid, amounting to ₹ 37.14 Crores has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103.
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F Changes to Consolidated Financial Statements on account of merger:

During the year the Company has given effect of merger of Ramdev and Tonira with the Company vide NCLT Order dated April 27, 2023. These entities were 100% subsidiaries of the Company and were already incorporated in the Consolidated Financial Statements till March 31, 2022.

On merger as aforesaid following appendix C of IND AS 103, the merger is accounted as under common control transaction at the carrying value of assets and liabilities from the date of control or the first date of the previous comparative which ever is later, thus the effect of merger is given as at April 1, 2021.

On account of this the Company has adjusted the Amalgamation Adjustment Deficit account as computed for standalone to give effects of the Other Equity already incorporated for Consolidated Financial Statements.

Hence the Amalgamation Adjustment Deficit account which is carried at Rs. 37.14 crores in Standalone Financial Statements is carried at Rs. 27.13 crores in Consolidated Financial Statements representing the loss of the amalgamating entity forming part of retained earnings as at April 01, 2021.

II. Business combination achieved in stages of Unichem Laboratories Ltd., "Unichem".

On August 2, 2023, the Company acquired 2,35,01,440 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd. representing 33.38% of its paid-up equity share capital @ Rs. 402.25 per share aggregating to Rs. 945.35 crores. The Company has also accepted 1,35,79,571 equity shares of Rs. 2/- each validly tendered in open offer by the public shareholders of Unichem Laboratories Ltd. @ Rs. 440 per equity share aggregating to Rs. 597.50 crores and representing 19.29% of the paid-up equity share capital of the said Unichem Laboratories Ltd. The Company now holds 3,70,81,011 fully paid-up equity shares of Rs. 2/- each of Unichem Laboratories Ltd., representing 52.67% of paid-up share capital of the said company. In view of this, Unichem Laboratories Ltd. has become subsidiary of the Company. Since Subsidiary's Subsidiary is also a subsidiary, 6 wholly owned Subsidiaries of Unichem Laboratories Ltd. have also become Subsidiaries of the Company. Accordingly as per Ind AS 103 - Business Combination, the acquisition has been accounted as a business purchase in this consolidated financial results at the fair value of assets and liabilities acquired.

The Disclosures required under Ind AS 103 are given here under

Particulars	Disclosure
Name and Description of Acquiree	Unichem Laboratories Ltd. is an international integrated, speciality pharmaceutical company. It manufactures and markets a large basket of pharmaceutical formulations and APIs in several countries across the globe, major markets being United States of America and Europe.
Acquisition Date	August 02, 2023 and September 20, 2023
Percentage of voting interest acquired.	33.38% and 19.29%
Primary reason for business acquisition	The business and products range of the Company and that of Unichem, both of whom are in the pharmaceutical business, complements each others business/products range.
Qualitative reasons for Goodwill acquired	Goodwill has been acquired of Rs. 50.88 Crores primary on account of its approved US FDA plants and its US Business. The goodwill accounted is higher by Rs 1.55 Crores being the goodwill of Niche generics (step down subsidiary). Goodwill is computed at excess of fair value of consideration paid over 52.67% of Fair value of net assets.
Acquisition date fair value of consideration transferred	Rs. 1,542.85 Crores.
Contingent Consideration	Nil
Acquired Receivables	All the acquired receivables are fully collectible and there are no amount which is not expected to be collected.

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Acquisition date fair value of major assets and liabilities	Non Current Assets Rs. 2,094.92 Crores (including Fair Value of Property Plant and Equipment at Rs 536.90 as against carrying value of Rs 54.00 Crores) Current Assets Rs. 1,536.33 Crores Non Current Liabilities Rs. 235.75 Crores* Current Liabilities Rs. 557.65 Crores * Includes Rs. 122.84 Crores of deferred tax liability that has been created on the difference between fair value of assets acquired and their book value in the books of acquiree.
Amount of Goodwill expected to be tax deductible	Nil
Amount recognised on Bargain Purchase	Nil
Acquisition related cost	Acquisition cost amounting to Rs. 39.04 crores has been charged to statement of Profit and loss and has been disclosed as exceptional item.
Non-Controlling Interest Disclosure	The Company has recognised Rs. 1,345.88 Crores as Non Controlling Interest on acquisition date on the basis of the Fair value of assets and liabilities acquired. The same was done on the basis of valuer who determined the fair value of PPE. The management assessed the other assets and liabilities as being equal to the value at which they were carried as on acquisition date.
Amount of Revenue and Profit recognised in the Consolidated Profit and Loss	Revenue: Rs. 1,157.69 Crores Profit/(Loss): Rs. (65.83) Crores (after OCI)

14 Other Equity
(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
(a) Capital Reserve		6.59		6.59
(b) Securities Premium		96.52		96.52
(c) Capital Redemption Reserve		0.26		0.26
(d) General Reserve		1,311.05		1,311.05
(e) Retained Earnings		4,899.35		4,404.01
(f) Amalgamation adjustment deficit account		(27.13)		(27.13)
(g) Employee stock options outstanding account		1.61		-
(h) OCI Reserve				
- Fair Value of Investments through OCI	(6.46)		0.25	
- Cash flow hedging reserve	(0.13)		-	
- Foreign currency translation reserve	25.16	18.57	25.10	25.35
Total		6,306.82		5,816.65

Nature and purpose of each reserve :
(a) Capital Reserve

During amalgamation / merger / acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

(b) Securities Premium

The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium reserve. This reserve is utilised in accordance with the provisions of the Companies Act 2013.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

(c) Capital Redemption Reserve

The Holding Company has recognised Capital Redemption Reserve on buy-back of equity shares from its retained earnings. The amount in Capital Redemption Reserve is equal to nominal amount of the equity shares bought back.

(d) General Reserve

The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to the statement of profit and loss.

(e) Retained Earnings

Retained earnings are the profits that the Group has earned till date and is net of amount transferred to other reserves such as general reserves, debenture redemption reserve etc., amount distributed as dividend and adjustments on account of transition to Ind AS.

(f) Amalgamation adjustment deficit

The difference between the carrying values of net identifiable assets and liabilities of the transferor Company transferred to the transferee Company pursuant to the Scheme and the value of consideration paid, has been disclosed as Amalgamation Adjustment Deficit Account as per the provisions of Appendix C of Ind AS 103, Business Combination of Entities under common control.

(g) Employee stock options outstanding account (refer note 45)

(h) Effective portion of cash flow hedges

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on the changes of the fair value of the designated portion of the hedging instruments that are recognised and accumulated under the cash flow hedge reserve will be reclassified to profit or loss only when the hedged transaction affects the profit or loss, or included as a basis adjustment to the non-financial hedged item.

(i) Other items of OCI

This reserve represents exchange differences arising on account of conversion of foreign operations to group's functional currency and fair value of investments.

15 Financial Liabilities - Borrowings

a) Long-term Borrowings - Secured

(₹ Crores)

Particulars	Non - Current Portion		Current Maturities (read with note no. 20)	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
i. Foreign currency term loan	145.97	92.45	59.08	30.82
ii. Rupee Term Loan	434.44	559.33	188.77	113.11
Total (a)	580.41	651.78	247.85	143.93

Details of above:-

(₹ Crores)

Sr. No.	Nature of Loan/ Institutions	Non - Current Portion		Current Maturities	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
i.	Foreign Currency Term Loans				
	ECB-JP Morgan Chase Bank, Singapore	62.56	92.45	31.28	30.82
	ECB-HSBC Hongkong	83.41	-	27.80	-
ii.	Rupee Term Loan				
	HDFC Bank Ltd.	396.22	559.33	163.11	113.11
	Kotak Mahindra Bank Ltd.	38.22	-	25.66	-
	Total	580.41	651.78	247.85	143.93

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**b) Details of securities and repayment terms of secured loans stated above****i. Foreign Currency Term Loans (Secured)****1 JP Morgan Chase Bank, Singapore**

This facility is secured by way on an exclusive charge on Solar and Wind projects of the company.

Repayable in 16 quarterly equal installments of USD 9,37,500 starting from May 23, 2023.

2 HSBC Hongkong

This facility is secured by first ranking pari passu charge on all then movable Assets (present and future) (Excluding Solar Power Project situated at Khandwa MP, Solapur Maharashtra and Patan Gujarat which are exclusively charged to JP Morgan Chase Singapore).

Repayable in 18 quarterly equal installment of USD 8,33,333 starting from December 15, 2023.

ii. Rupee Term Loan (Secured)**1 Term Loan I - HDFC Bank Ltd.**

Secured by first pari-passu charge over current and future movable property, plant and equipment of the Company except solar and wind projects.

Repayable in 20 quarterly installments from June 14, 2022.

Period	Amounts (₹ Crores) per quarter
2023 - 2024	23.28
2024 - 2027	23.28

2 Term Loan II - HDFC Bank Ltd.

Secured by pari- passu first charge on all present and future movable fixed assets except solar and wind projects. Movable fixed assets including but not limited to plant and machinery, spares, tolls and accessories, and excluding any fixed assets already charged to other lenders.

Repayment in 20 quarterly installments from June 27, 2023.

Period	Amounts (₹ Crores) per quarter
2023 - 2024	17.50
2024 - 2028	17.50

3 Term Loan III - Kotak Mahindra Bank Ltd.

Unichem had availed a term loan facility from bank at a floating rate linked to repo rate which is repayable in 20 quarterly installments over the tenure of 5 years commencing from December 2021.

During the year ended 31st March 2024, Unichem has entered into a hedge transaction of interest rate currency swap by notionally converting the term loan from INR into USD. The effective portion of changes in fair value is recognised in other comprehensive income of Rs. 0.25 Crores.

Period	Amounts (₹ Crores) per quarter
2023 - 2024	6.42
2024 - 2028	6.42

c) Term loans taken during the year, have been used for the specific purpose for which it was taken.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

d) **Maturity profile of borrowings is as per the original sanction terms without Ind AS effects.**

(₹ Crores)

Particulars	March 31, 2024	March 31, 2023
Installment payable with in 1 year	247.87	143.93
Installment payable between 1 to 2 years	247.87	387.85
Installment payable between 2 to 5 years	332.52	263.93
Installment payable beyond 5 years	-	-
Total	828.26	795.71

e) **The long-term loans are taken at the following rates.**

Particulars	As at March 31, 2024	As at March 31, 2024
	Interest Band	
Rupee Term Loan-I	3 months TBILL + 0.94%	3 months TBILL + 0.94%
Rupee Term Loan-II	1 month TBILL + 1.10%	1 month TBILL + 1.10%
Rupee Term Loan-III	Repo Rate + Spread 2.15	-
Foreign currency loan	3 months Term SOFR + 0.90% to 1.30%	3 Month Term SOFR + 0.90%

f) **Registration of charges or satisfaction with Registrar of Company**

Registration of charges

As at March 31st, 2024, the company has registered all charges duly with Registrar of the Companies in favor of the lenders.

Satisfaction of charge

As per the records of the Registrar of Companies, Maharashtra, available on their website, various charges are yet to be satisfied, however, as per records of the Company, such loans have been fully repaid and none of the lenders have communicated or demanded any outstanding amount from the Company. The summarized details are as under:

No. of Cases	Aggregate Amount (₹ Crores)	Period range	Reason
20	58.15	1961-2005	Old cases-Records not available/being taken up with lenders.
8	42.26	1972-2010	Necessary form filed, however, ROC records not updated.

g) **Reconciliation of cash flows from financing activities as per Ind AS 7**

(₹ Crores)

Particulars	Lease liabilities	Interest	Long term borrowings	Short term borrowings
Balance as on April 1, 2022	15.98	0.89	395.18	396.06
Interest accrued	1.65	42.80	-	-
Changes from financing cash flows	(9.16)	(39.83)	363.44	294.27
Exchange (gain) / loss	(0.05)	-	8.84	(0.26)
Addition during the year	15.32	-	-	-
Transfer within categories	-	-	(115.68)	115.68
Closing balance as on March 31, 2023	23.74	3.86	651.78	805.75
Interest accrued	2.51	134.60	-	-
Changes from financing cash flows	(13.19)	(131.74)	(53.05)	(303.83)
Exchange (gain) / loss	0.17	-	2.64	0.51
Acquisition through Business Combination	14.69	-	57.30	226.40
Addition during the year	22.94	-	-	-
Transfer within categories	-	-	(78.26)	78.26
Closing balance as on March 31, 2024	50.86	6.72	580.41	807.09

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

16 Other Financial Liabilities

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Deposits from customers	-	1.19	-	1.16
Interest accrued	-	6.72	-	3.86
Unpaid dividends	-	2.80	-	1.40
Amount payable on hedging transactions	-	1.41	-	11.03
Payable for capital goods	-	45.05	-	69.11
Other Liabilities	-	28.06	-	28.75
Payable to Employees	-	266.38	-	153.23
Total	-	351.61	-	268.54

17 Provisions

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Gratuity	8.97	4.77	1.67	1.90
Provision for compensated absence	77.87	12.70	45.32	7.06
Other employee related provision	-	1.24	-	5.06
Provision for breakage/damage	-	5.42	-	4.68
Provision for product expiry	-	80.43	-	75.39
Provision for sales return	-	10.83	-	11.38
Provision for Tax (net of prepaid)	-	3.06	-	2.56
Provision for Claims (refer note (a) below)	-	0.49	-	-
Provision for European commission fine (refer note (b) below)	-	125.62	-	-
Total	86.84	244.56	46.99	108.03

- (a) The Subsidiary Company has made provisions for certain claims where cash outflow is expected within 12 months from balance sheet date. Unichem does not expect any reimbursement in regards to the provision made.
- (b) On 9th July, 2014, the European Commission ("EU") decided to impose an unjustified fine of Euro 13.96 million, jointly and severally on Unichem and its subsidiary Niche Generics Ltd. ("Niche") contending that they had acted in breach of EU competition law as Niche had, in early 2005 (when Unichem was only a part owner and financial investor in Niche) agreed to settle a financially crippling patent litigation with Laboratories Servier. Unichem vehemently denies any wrong doing on the part of either itself or Niche. Both Unichem and Niche had submitted appeals in September 2014 to the General Court of the EU seeking appropriate relief in the matter. The General Court of the EU has rejected the appeals vide Order dated 12th December, 2018 and confirmed the fine of Euro 13.96 million. Unichem and its subsidiary based on legal advice and merits, have filed appeals against the decision of General Court before the Court of Justice of the EU and outcome of the appeals are awaited. The management has obtained the counsel view on this matter and they have stated that there has not been any formal change in position after the last hearing and the uncertainty as in the past continues. Considering the above uncertainty in regard to ongoing litigation related to EU matter, during the quarter and year ended 31st March, 2024, the management of the Company on the basis of abundant precaution had made full provision of Rs. 125.62 Crores towards EU fine which is disclosed under exceptional item.

17.1 The disclosure of provisions movement as required by Ind AS 37 is as follows:-

(₹ Crores)

Particulars		2023-24	2022-23
(i)	Provision for breakage/damage		
	Balance at the beginning of the period	4.68	6.15
	Provisions made during the period	10.70	7.06
	Utilisations during the period	(9.96)	(8.53)
	Provision at the end of the period	5.42	4.68
(ii)	Provision for product expiry		
	Balance at the beginning of the period	75.39	71.50
	Provisions made during the period	62.48	52.53
	Utilisations during the period	(57.44)	(48.64)
	Provision at the end of the period	80.43	75.39
(iii)	Provision for sales return		
	Balance at the beginning of the period	11.38	13.73
	Provisions made during the period	35.60	31.06
	Utilisations during the period	(36.15)	(33.41)
	Provision at the end of the period	10.83	11.38
(iv)	Provision for wage arrears under negotiation		
	Balance at the beginning of the period	5.06	2.22
	Provisions made during the period	0.54	2.84
	Utilisations during the period	(4.36)	-
	Provision at the end of the period	1.24	5.06
(v)	Provision for claims		
	Balance at the beginning of the period	-	-
	Acquisition through Business combination	0.49	-
	Provisions made during the period	-	-
	Utilisations during the period	-	-
	Provision at the end of the period	0.49	-

17.2 Disclosure in accordance with Ind AS – 19 “Employee Benefits”, of the Companies (Indian Accounting Standards) Rules, 2015.
Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognised funds in India. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

These plans typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk-

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**Market Risk (Discount Risk)**

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Longevity Risk

The impact of longevity risk will depend on whether the benefits are paid before retirement age or after. Typically for the benefits paid on or before the retirement age, the longevity risk is not very material.

Actuarial Risk

Salary Increase Assumption: Actual Salary increase that are higher than the assumed salary escalation, will result in increase to the Obligation at a rate that is higher than expected.

The following table summarizes the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet.

Particulars	(₹ Crores)	
	As at March 31, 2024	As at March 31, 2023
Expense recognised in Statement of Profit & Loss		
Current service cost	16.27	10.69
Interest expense	9.98	6.83
Expected return on plan assets	(9.03)	(7.00)
Total	17.22	10.52
Expense recognised in Other Comprehensive Income		
Return on plan assets (greater)/Less than discount Rate	(1.10)	(0.02)
Actuarial (gain)/loss due to experience on DBO	3.06	2.78
Total	1.96	2.76
Present value of funded defined benefit obligation	161.27	112.62
Fair value of plan assets	(147.99)	(109.05)
Funded status	13.28	3.57
Net defined benefit (asset) / liability	13.28	3.57
Movements in present value of defined benefit obligation		
Present value of defined benefit obligation at the beginning of the year	112.61	99.98
Liability raised due to acquisition through business combination	38.38	-
Current service cost	16.28	10.69
Interest cost	10.30	6.82
Actuarial (gain)/loss	3.06	2.78
Benefits paid	(19.36)	(7.66)
Present value of defined benefit obligation at the end of the year	161.27	112.61
Movements in fair value of the plan assets are as follows		
Opening fair value of plan assets	109.05	96.88
Acquisition through business combination	25.07	-
Expected returns on plan assets	9.03	7.00
Remeasurement (gains)/losses:		
Actuarial (gain)/loss on plan assets	1.10	0.02
Contribution from employer	23.09	12.63
Benefits paid	(19.35)	(7.48)
Closing fair value of the plan asset	147.99	109.05

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Remeasurement effect recognised on Other Comprehensive Income		
Actuarial (gain)/loss arising from experience adjustments	3.06	2.78
Actuarial (gain)/loss on plan assets	(1.10)	(0.02)
Total Actuarial (Gain)/Loss included in OCI	1.96	2.76

The principal assumptions used as at the balance sheet date are used for the purpose of actuarial valuations were as follows :

Particulars	As at March 31, 2024	As at March 31, 2023
Financial assumptions		
Discount rate	7.22%	7.52%
Salary increase rate	6.00%	6.00%
Demographic assumptions		
Mortality rate	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Withdrawal rate	5%	5%
Retirement age	58 Years	58 Years

The rate used to discount post-employment benefit obligations is determined by reference to market yields at the end of the reporting period on government bonds.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality.

The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of reporting period, while holding all other assumptions constant.

Particulars	As at March 31, 2024	As at March 31, 2023
Defined Benefit Obligation		
Discount rate		
a. Discount rate - 100 basis points	171.92	120.86
b. Discount rate + 100 basis points	151.84	105.41
Salary increase rate		
a. Rate - 100 basis points	151.69	105.25
b. Rate + 100 basis points	171.91	120.90

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would clear in isolation of one another as some of the assumptions may be correlated.

Further more, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The gratuity liability for employees who were transferred under the scheme of merger in the previous year is unfunded. The closing liability for the transferred employees is Rs. 1.49 Crores. (Current- Rs. 0.09 Crores and Non -current- Rs. 1.40 Crores).

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**18 Deferred Tax Liabilities (Net)**

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
Deferred tax liabilities on account of :				
Property, Plant and Equipment	305.50		207.19	
Fair value of assets acquired under business combination	122.59		-	
Fair value of investments	0.97	429.06	0.65	207.84
Deferred tax asset on account of :				
Impairment of investments	15.71		-	
Lease Liability	4.76		4.48	
Tax Disallowances	41.66		14.20	
Unabsorbed Tax losses	56.46	118.59	-	18.68
Net deferred tax liability		310.47		189.16

Deferred Tax Assets (Net)

(₹ Crores)

Particulars	As at March	As at March
	31, 2024	31, 2023
Unrealised profit on inter group transaction	2.92	1.84
Unabsorbed Tax losses	1.31	1.73
Net deferred tax assets	4.23	3.57

The Government of India had issued the Taxation Laws (Amendment) Act, 2019, which provides domestic companies an option to pay corporate tax at reduced rates effective April 1, 2019 subject to certain conditions. The Company, in the quarter ended June 30, 2022, has decided to opt for a lower tax regime under section 115BAA (New Scheme) with effect from this financial year. In view of the same, outstanding MAT credit balance, which would not be available for set-off in future under the lower tax regime, has not been considered and the liability is reassessed at the new tax regime rate. As a result of the adoption of the New Scheme, net charge to the profit and loss is Rs. 8.76 crores (MAT credit charged off Rs. 72.46 Crores and Rate change impact Rs. 63.70 Crores) which has been effected in the year ended March 31, 2023. Provision for Current tax and deferred tax has been considered accordingly.

In case of certain step down subsidiaries of Unichem, deferred tax asset has not been recognised on unused tax losses of Rs. 172.24 crores in the absence of probable future taxable income. This loss can be carried forward as per the timeline prescribed in jurisdiction of the subsidiaries.

In respect of Unichem, deferred tax asset is recognised on the amount of tax loss, unabsorbed tax depreciation and other temporary differences to the extent of deferred tax liability. Further, there are unabsorbed tax depreciation amounting to Rs. 341.52 crores for which deferred tax asset is not recognised. In respect of a step down subsidiary of Unichem, deferred tax assets (net) are recognised as per applicable tax laws.

19 Other Non-financial liabilities

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Non Current	Current	Non Current	Current
Advance from customers - Contract Liability	-	16.72	-	27.25
Duties & Taxes Payable	-	88.22	-	34.03
Deferred Income	0.12	0.15	0.28	0.15
Other Payables*	0.87	17.14	-	7.59
Total	0.99	122.23	0.28	69.02

* Other payable includes amount of Rs. 7.70 crores grants (in the nature of export benefits) relating to property, plant and equipment imported under the EPCG scheme. Under such scheme, Unichem is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, Unichem would be required to pay the duty saved along with interest to the regulatory authorities.

20 Financial Liabilities - Short Term Borrowings

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Secured Loans:		
Working capital loan from banks (refer note (a) below)	226.16	62.20
Cash credit facility, repayable on demand (refer note (b) below)	155.26	-
Current maturities of long-term debt (refer note no.15)	247.85	143.93
Unsecured Loans:		
Working capital loan from banks	177.82	599.62
Total	807.09	805.75

- a) Working capital loan from banks are secured by first charge by way of hypothecation of all the stocks, book debts and all other movable current assets of the Holding Company and second charge by way of mortgage of the specific immovable properties of the Holding Company and hypothecation of plant & machinery of the Company.
- b) Credit facilities and term loan facility from Kotak Mahindra Bank availed by Unichem and / or its subsidiary, Niche Generics Limited (United Kingdom), are secured by first and exclusive hypothecation charge on movable property, plant and equipment at Goa as well as by way of mortgage charge on immovable property being Industrial land and building at Goa. During the financial year ended 31st March, 2024, the mortgage charge on immovable property situated at plot bearing CTS No. 510 of Village Oshiwara and CTS No.1 of Village Majas, Prabhat Estate, Off. S. V. Road, Patel Engineering Road, Jogeshwari (West), Mumbai 400 102 has been released.

Further, credit facilities from Citibank N.A. availed by Unichem, are secured by way of first and exclusive charge on pledge against investments in mutual funds to the extent of Rs. 1.34 Crores.

Further, credit facilities availed by Unichem from Bank of India, Axis Bank and HDFC Bank are secured against hypothecation of stock and debtors.

Additionally, all credit facilities have been registered with Registrar of Companies (ROC) within the prescribed due date.

- c) Quarterly statements of stocks and other current assets filed by the Holding Company with banks are in agreement with the books of accounts.

21 Financial Liabilities - Trade Payables

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Trade payables for goods and services:		
- Total outstanding dues of Micro and small enterprises	70.84	123.62
- Others	684.39	361.09
b) Acceptances	20.85	40.35
Total	776.08	525.06

Trade payables (other than MSME) and acceptances are non-interest bearing and are normally settled between 0-120 days.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**Details of dues to micro and small enterprises as defined under MSMED Act, 2006**

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Principal amount due	70.84	123.62
Interest due on above	0.01	0.06
Amount paid in terms of Section 16 of the Micro, Small and Medium Enterprise Development Act, 2006		
- Principal amount paid beyond appointed day	24.48	4.31
- Interest paid thereon	-	-
Amount of interest due and payable for the period of delay	0.22	0.02
Amount of interest accrued and remaining unpaid as at year end	0.23	0.08
Amount of further interest remaining due and payable in the succeeding year	-	-

Trade Payables as on 31.03.2024 ageing schedule is as under :-*((Ageing from due date))*

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	64.86	5.95	0.03	-	-	70.84
(ii) Others	493.60	198.19	6.81	4.11	2.44	705.15
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	0.09	0.09
Total Trade Payables	558.46	204.14	6.84	4.11	2.53	776.08

Trade Payables as on 31.03.2023 ageing schedule is as under :-*((Ageing from due date))*

(₹ Crores)

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	121.58	2.04	-	-	-	123.62
(ii) Others	232.32	155.93	12.38	0.13	0.57	401.33
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	0.03	0.08	0.11
Total Trade Payables	353.90	157.97	12.38	0.16	0.65	525.06

22 Current Tax Liabilities (Net)

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for taxation (net of taxes paid)	43.14	22.76
Total	43.14	22.76

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

23 Revenue from Operations (Net)

(₹ Crores)

Particulars	2023-24	2022-23
Sale of products	7,464.21	6,062.14
Sale of services	158.20	144.71
Other operating revenues:		
Export incentives	48.57	5.93
Scrap sales	16.54	17.39
Sundry balances w/back	0.65	1.71
Miscellaneous income	16.87	12.44
Total	7,705.04	6,244.32

23.1 Disclosure relating to disaggregation by geography of revenue in terms of Ind AS-115

(₹ Crores)

Particulars	2023-24			
	Branded Generics	Generics	API	Total
A In India	3,192.15	-	340.39	3,532.54
B Outside India				
Europe	3.73	689.73	479.47	1,172.93
Africa	162.25	324.45	44.16	530.86
Americas	63.57	1,002.28	292.85	1,358.70
Asia (Excluding India)	131.01	47.85	284.51	463.37
CIS	208.36	0.80	45.89	255.05
Australasia	0.19	302.82	5.95	308.96
Total (B)	569.11	2,367.93	1,152.83	4,089.87
Total (A+B)	3,761.26	2,367.93	1,493.22	7,622.41

(₹ Crores)

Particulars	2022-23			
	Branded Generics	Generics	API	Total
A In India	2,854.93	-	373.05	3,227.98
B Outside India				
Europe	139.84	382.05	356.22	878.11
Africa	53.96	367.90	55.05	476.91
Americas	48.28	265.08	323.35	636.71
Asia (Excluding India)	74.44	36.38	377.65	488.47
CIS	187.56	0.88	32.53	220.97
Australasia	0.70	273.19	3.81	277.70
Total (B)	504.78	1,325.48	1,148.61	2,978.87
Total (A+B)	3,359.71	1,325.48	1,521.66	6,206.85

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

Disaggregation on the basis of class of customer

(₹ Crores)

Sr. No.	Particulars	2023-24 Exports	2022-23 Exports
A	Institutional Sales	266.98	333.04
B	Non - Institutional Sales	1,508.34	1,306.15
	Total	1,775.32	1,639.19

Note - The above data is only restricted to holding company.

23.2 Information about major customers:

No single customer represents 10% or more of the group's total revenue during the year ended March 31, 2024 and March 31, 2023.

23.3 Contract Liability

The Contract liability primarily relate to advances received from the customer against orders. Significant changes in the contract liabilities balance during the period are as under:

(₹ Crores)

Particulars	2023-24	2022-23
Balances at the beginning of the year	27.25	26.62
Add: Acquisition through Business Combination	0.64	-
Add: Increases due to cash received during the year excluding amounts recognized as revenue during the year	15.90	26.93
Less: Revenue recognized that was included in the contract liability balance at the beginning of the year	27.07	26.30
Advances received which have remained outstanding at the end of the year	16.72	27.25

The contractual commitment with respect to contract liability will be executed in one year's time.

24 Other Income

(₹ Crores)

Particulars	2023-24	2022-23
Interest income on financial asset at amortised cost		
- From Bank	48.92	63.71
- Interest income on financial asset at amortised cost	14.01	15.64
Interest income on financial asset carries at FVTPL		
- Net gain on sale of mutual fund investments	33.50	12.78
- Changes in Fair Value of Investments designated at FVTPL	21.21	2.19
Profit on sale of property, plant & equipment *	0.62	16.05
Miscellaneous income	5.67	11.46
Royalty income	0.84	3.79
Total	124.77	125.62

* Non-current assets held for Sale

The Company has sold non-current assets held for sale in the previous year on which Company has recognized profit of Rs. 16.05 Crores.

25 Cost of Materials Consumed

(₹ Crores)

Particulars	2023-24		2022-23	
	Raw Materials Consumed			
Opening stock	659.29		688.49	
Add : Purchases (Net of discount)	1,813.71		1,422.40	
Add : Acquisition through Business combination	273.67		-	
Add : Raw material conversion charges	35.50		30.04	
	2,782.17		2,140.93	
Less : Closing stock	889.87	1892.30	659.29	1481.64
Packing Materials Consumed				
Opening stock	58.32		49.18	
Add : Purchases (Net of discount)	348.06		262.30	
Add : Acquisition through Business combination	26.18		-	
	432.56		311.48	
Less : Closing stock	81.90	350.66	58.32	253.16
Neutralisation of duties and taxes on inputs on exports - Drawback benefits		(26.64)		(26.15)
Total		2,216.32		1,708.65

26 Purchases of Traded Goods

(₹ Crores)

Particulars	2023-24	2022-23
Formulations	475.06	483.24
Active Pharmaceutical ingredients/ Intermediates	15.01	13.95
Total	490.07	497.19

27 Changes in inventories of Finished Goods(FG), Work-in-progress(WIP) and Traded Goods

(₹ Crores)

Particulars	2023-24		2022-23	
	Inventory Adjustments - WIP			
Stock at commencement	326.93		357.92	
Add : Acquisition through Business combination	83.60		-	
Less: Stock at closing	417.00	(6.47)	326.93	30.99
Biological Assets- standing crops				
Stock at commencement	-		-	
Less: Stock at closing	1.75	(1.75)	-	-
Inventory Adjustments - FG				
Stock at commencement				
- Own	527.18		591.57	
- Acquisition through Business combination	234.00		-	
- Traded	129.17		134.46	
	890.35		726.03	
Less : Stock at closing				
- Own	680.04		527.18	
- Traded	332.73	(122.42)	129.17	69.68
Total		(130.64)		100.67

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

28 Employee Benefits Expenses

(₹ Crores)

Particulars	2023-24	2022-23
Salaries , bonus , perquisites , etc.	1,548.04	1,168.28
Contribution to provident and other funds	78.85	59.87
Leave encashment	18.93	13.97
Leave travel assistance	7.24	3.90
Gratuity fund contributions	17.30	10.69
Staff welfare expenses	33.87	26.93
Recruitment & training	4.20	4.00
Total	1,708.43	1,287.64

29 Finance Cost

(₹ Crores)

Particulars	2023-24	2022-23
Interest expense	124.07	41.06
Other borrowing cost	0.98	0.45
Interest on Income tax	1.16	1.09
Interest on Indirect tax	9.55	1.29
Interest expenses on lease liability (refer note no.35)	2.51	1.65
Total	138.27	45.54

30 Depreciation & Amortisation

(₹ Crores)

Particulars	2023-24	2022-23
Depreciation on tangible assets	316.47	224.95
Depreciation on right-of-use assets	16.61	11.24
Amortisation on intangible assets	24.16	25.37
Total	357.24	261.56

31 Other Expenses

(₹ Crores)

Particulars	2023-24	2022-23
Consumption of stores and spares	95.03	72.10
Power and fuel	327.13	276.27
Water charges	6.84	7.47
Freight, forwarding and transportation	249.53	157.58
Outside manufacturing charges	55.01	28.90
Repairs and maintenance	245.08	190.27
Property, plant & equipment scrapped	0.36	2.84
Commission on sales and brokerage	37.85	43.68
Field staff expenses	114.27	113.02
Sales and marketing expenses	421.25	354.91
Product information catalogue	37.24	39.30
Expenditure on scientific research	71.83	46.13
Laboratory expenses and analytical charges	75.38	65.10

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

(₹ Crores)

Particulars	2023-24	2022-23
Rent	19.30	16.41
Rates and taxes	16.73	13.03
Travelling expenses	34.48	31.61
Professional charges	68.76	40.31
Printing and stationery	13.70	9.91
Books, subscription and software	3.00	7.66
Product registration expenses	25.56	27.50
GST Expenses	42.61	40.06
Communication expenses	10.01	8.52
Insurance	35.88	26.05
Intellectual property right expenses	0.61	0.77
Remuneration to auditors (including limited Review & Tax Audit)	1.06	0.89
Remuneration to components' auditors	1.69	0.42
Bank charges	2.48	2.65
Provision for doubtful debts/advances	0.17	0.01
Bad debts and other balance w/off	0.66	2.55
CSR expenses	21.87	22.38
Foreign exchange (gain)/loss-net (Refer note 3 below)	(32.95)	31.51
Political contribution	16.00	12.71
Fair value changes - Biological assets	0.57	-
Miscellaneous expenses (none of which individually forms more than 1% of the operating revenue)	80.71	30.88
Total	2,099.70	1,723.40

(₹ Crores)

Particulars	2023-24	2022-23
Details of:		
1 Repairs and Maintenance:		
Building	36.35	33.98
Machinery	159.86	139.37
Others	48.87	16.92
	245.08	190.27
2 Remuneration To Auditors:		
Audit fees including Limited Review	0.66	0.52
Tax audit including transfer pricing	0.10	0.11
Tax matters	0.20	0.15
Certification and other services	0.04	0.05
Component audit fees	0.06	0.06
	1.06	0.89

- 3** The Company consistently discloses the impact of exchange (gain) / loss as part of other expenses to maintain uniformity of disclosure in each quarter and annual accounts. The Foreign exchange (gain) / loss includes unrealised gain on forward contract amounting to Rs. 10.95 crores (Previous year loss on forward contracts amounting to Rs. 11.03 crores)

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

4 Disclosures:

Total expenditure on R & D is included in respective heads of accounts as under:

Particulars	(₹ Crores)	
	2023-24	2022-23
Expenditure on Scientific Research (Includes stores and chemicals, Bio-availability, Bio-equivalence and Toxicity Studies)	71.83	46.13
Cost of materials consumed	3.54	2.68
Employee benefits expenses	64.07	54.84
Other expenses	31.27	27.11
Depreciation	15.02	15.82
Total	185.73	146.58

32 Exceptional Items

Particulars	(₹ Crores)	
	2023-24	2022-23
Provision for European commission fine	125.62	-
Net (Gain) / Loss on disposal of investment	(64.78)	-
Net (gain) / loss on disposal of Property, Plant and Equipment	(3.23)	-
Business Acquisition Expenses	39.04	-
Impairment of exposure in Associate	11.10	-
Total	107.75	-

(a) Provision for European commission fine

On 9th July, 2014, the European Commission ("EU") decided to impose an unjustified fine of Euro 13.96 million, jointly and severally on Unichem and its subsidiary Niche Generics Ltd. ("Niche") contending that they had acted in breach of EU competition law as Niche had, in early 2005 (when Unichem was only a part owner and financial investor in Niche) agreed to settle a financially crippling patent litigation with Laboratories Servier. Unichem vehemently denies any wrong doing on the part of either itself or Niche. Both Unichem and Niche had submitted appeals in September 2014 to the General Court of the EU seeking appropriate relief in the matter. The General Court of the EU has rejected the appeals vide Order dated 12th December, 2018 and confirmed the fine of Euro 13.96 million. Unichem and its subsidiary based on legal advice and merits, have filed appeals against the decision of General Court before the Court of Justice of the EU and outcome of the appeals are awaited. The management has obtained the counsel view on this matter and they have stated that there has not been any formal change in position after the last hearing and the uncertainty as in the past continues.

Considering the above uncertainty in regard to ongoing litigation related to EU matter, during the quarter and year ended 31st March, 2024, the management of the Company on the basis of abundant precaution had made full provision of Rs. 125.62 Crores towards EU fine which is disclosed under exceptional item.

(b) Net (Gain) / Loss on disposal of investment

During the year ended March 31, 2023, Unichem has sold specified number of shares held in Optimus Drugs Private Limited ('Investee' or 'Optimus') to Sekhmet Pharmaventures Private Limited ('Purchaser') in terms of Shares Purchase Agreement ('SPA') dated May 10, 2022 and accounted gains from it.

The balance number of unsold equity shares with carrying value of Rs. 0.29 crores as at the last audited balance sheet date are classified as Fair Value through Profit and Loss. This is based on the fair valuation report obtained during the year ended 31st March, 2023 and subsequent fair value for June and September quarter could not be done for reasons mentioned in the respective quarterly results.

As per the SPA, the Unichem has sold off such balance equity shares and the resultant net gain is Rs. 64.78 crores is disclosed as exceptional Item.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024
(c) Business Acquisition Expenses

During the year the holding company has acquired 52.67% stake in Unichem Laboratories Ltd. for which the company has incurred acquisition expenses amounting to Rs. 39.04 crores.

(d) Impairment of exposure in Associate

During the year the holding company has carried out impairment testing towards the exposure in the associate Krebs Biochemicals & Industries Ltd. and based on the estimations of the carrying value the company has provided impairment amounting to Rs. 11.10 crores.

33 Tax Expense
(₹ Crores)

Particulars	2023-24	2022-23
Current Tax	313.24	230.14
Tax expense of previous year	(3.06)	0.22
Deferred Tax	3.28	23.00
Total	313.46	253.36
i. Reconciliation of current rate of tax and effective rate of tax:		
Profit before Income taxes	842.67	745.29
Enacted tax rates in India (%)	25.17%	25.17%
Taxable Profit Before Tax	891.09	800.76
Non Adjustable loss of Components	48.42	55.47
Computed expected tax expenses	224.29	201.55
Accelerated Depreciation	(7.76)	(4.12)
Effect of non- deductible expenses	99.18	62.57
Effect of deductible expenses	(31.19)	(15.05)
Unabsorbed losses of merged entity	-	(7.30)
Tax on Capital transaction	26.00	3.96
Additional deduction on Research and Development Expenses	2.07	(11.45)
Others	0.65	(0.02)
Income tax expenses - net	313.24	230.14

ii. Reconciliation of Deferred Tax

Deferred tax (assets) / liabilities in relation to:

(₹ Crores)

Particulars	As at March 31, 2023	Addition on account of Business acquisition	Recognised in OCI	Recognised in profit/loss	As at March 31, 2024
Property, plant and equipment and ROU Assets	207.19	88.42	0.26	9.63	305.50
Fair value of assets acquired under business combination	-	122.84	-	(0.25)	122.59
Lease Liability	(4.48)	-	-	(0.28)	(4.76)
Tax Disallowances	(14.20)	(21.88)	-	(5.58)	(41.66)
Impairment of Investment	-	(15.71)	-	-	(15.71)
Fair Value of Investments	0.65	-	(0.10)	0.42	0.97
Unabsorbed losses	(3.57)	(56.46)	-	(0.66)	(60.69)
Total	185.59	117.21	0.16	3.28	306.24

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

(₹ Crores)

Particulars	As at March 31, 2022	Addition on account of Business acquisition	Recognised in OCI	Recognised in profit/loss	As at March 31, 2023
Property, plant and equipment and ROU Assets	265.91	-	0.29	(59.01)	207.19
MAT Credit	(72.46)	-	-	72.46	-
Lease Liability	(5.39)	-	-	0.91	(4.48)
Tax Disallowances	(18.22)	-	-	4.02	(14.20)
Fair Value of Investments	-	-	0.10	0.55	0.65
Unabsorbed losses	(7.48)	-	(0.16)	4.07	(3.57)
Total	162.36	-	0.23	23.00	185.59

34 Disclosure as required by Accounting Standard – Ind AS 33 “Earning Per Share” of the Companies (Indian Accounting Standards) Rules 2015.

The earning per share is calculated by dividing the profit after tax by weighted average number of shares outstanding for basic & diluted EPS.

(₹ Crores)

Particulars	2023-24	2022-23
i Profit after tax and before exceptional Items	655.10	471.32
ii Profit after tax and exceptional Items	547.35	471.32
iii Equity shares outstanding at year end (nos.)	25,37,04,218	25,37,04,218
iv Weighted avg. no. of shares outstanding (Nos.) (Basic)	25,37,04,218	25,37,04,218
v Nominal value of equity share (₹)	1.00	1.00
vi Basic EPS before exceptional item (i / iii) (₹)	25.82	18.58
vii Basic EPS after exceptional item (ii / iv) (₹)	21.57	18.58

In the absence of derivative financial instruments, dilutive EPS is not disclosed.

35 Disclosure in accordance with Ind AS – 116 “Leases”, of the Companies (Indian Accounting Standards) Rules, 2015.

Following is carrying value of right-of-use asset recognised and the movements thereof during the year ended March 31, 2024

(₹ Crores)

Particular	Land and Building 2023-24	Land and Building 2022-23
Balance as on 1 st April	24.95	20.83
Acquisition through Business Combination	179.98	-
Additions during the year	28.80	15.31
Deletion during the year	-	-
Foreign currency translation	(0.91)	0.05
Depreciation of Right-of-use asset	16.61	11.24
Balance as at 31st March	216.21	24.95

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

The following is the carrying value of lease liability and movement thereof during the year ended March 31, 2024

(₹ Crores)

Particular	As at March 31, 2024	As at March 31, 2023
Balance as on 1st April	23.74	15.98
Acquisition through Business Combination	14.69	-
Additions during the year	22.94	15.31
Finance cost accrued during the year	2.51	1.65
Foreign currency translation	(0.17)	(0.05)
Payment of lease liabilities	13.19	9.25
Balance as at March 31	50.86	23.74
Current portion of Lease liability	10.93	6.66
Non - Current portion of Lease liability	39.93	17.08
Total	50.86	23.74

The weighted average incremental borrowing rate applied to lease liabilities is 9% except one agreement of Krebs Biochemicals where Inter Company Deposit rate is available, which is 8%.

The details of the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis are as follows:

(₹ Crores)

Particular	As at March 31, 2024	As at March 31, 2023
Less than one year	13.58	8.10
One to five years	27.77	14.81
More than five years	60.81	27.23
Total	102.16	50.14

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

36 Segment Reporting

Disclosure as required by IND AS 108 "Operating Segments", of the Companies (Indian Accounting Standards) Rules, 2015.

Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the Company's performance, In accordance with Ind AS-108 "Operating Segments", the operations of the Group are categorised in one segment viz Pharmaceuticals.

The geographic information of the Group's revenues by the Company's country of domicile and other countries is tabulated hereunder:

Additional disclosure required as per Ind AS 108

Particulars	2023-24		2022-23	
	Amount (₹ in crores)	% of Total Segment Revenue	Amount (₹ in crores)	% of Total Segment Revenue
Segment Revenue				
- India	3,614.27	46.91%	3,265.45	52.29%
- Outside India	4,090.77	53.09%	2,978.87	47.71%
Total	7,705.04	100.00%	6,244.32	100.00%

Of the above, revenue from sales to/with in United Kingdom amounts to Rs. 294.42 crores (previous year Rs. 299.80 crores).

The geographic information of the Non-current assets "outside India" is less than 10% of the total Non-current assets of the Group and therefore, not disclosed separately.

No single customer represents 10% or more of the group's total revenue during the year ended March 31, 2024 and March 31, 2023.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**37 Disclosure in accordance with Ind AS - 24 "Related Party Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015****A. List of related parties**

Relationships	Country
i. Entities having significant influence	
Shareholders of Ipca Laboratories Ltd.	
Kaygee Investments Pvt. Ltd.	India
ii. Associates	
Krebs Biochemicals & Industries Ltd.	India
Lyka Labs Ltd. (up to 07.08.2022)	India
iii. Joint Venture	
Avik Pharmaceutical Ltd.	India
Lyka Labs Ltd. (w.e.f 08.08.2022)	India
iv. Key Management Personnel	
Mr. Premchand Godha	Executive Chairman India
Mr. Ajit Kumar Jain	Managing Director & CFO India
Mr. Pranay Godha	Managing Director & CEO India
Mr. Prashant Godha	Executive Director India
Mr. Anand T. Kusre (Retired on March 31, 2024)	Independent Director India
Mr. Dev Parkash Yadava (till 2 nd August 2022)	Independent Director India
Dr. Narendra Mairpady (w.e.f 20 th October, 2022)	Independent Director India
Dr. (Mrs.) Manisha Premnath	Independent Director India
Mr. Kamal Kishore Seth	Independent Director India
Dr. (Ms.) Swati Patankar (w.e.f 14 th February,2024)	Independent Director India
v. Other Related Parties	
(Entities in which directors or their relatives have significant influence and with whom there were transaction during the period)	
Kaygee Laboratories Pvt. Ltd.	India
Nipra Industries Pvt. Ltd.	India
Nipra Packaging Pvt. Ltd.	India
Prabhat Foundation	India
Vandhara Resorts Pvt. Ltd.	India
Makers Laboratories Ltd.	India
Resonance Specialities Ltd.	India
Ipca Foundation	India

Details of related party transaction are given in statement 1 attached to the financial statement. The value of related party transaction and balances reported are based on actual transaction and without giving effect to notional Ind AS adjustment entries.

38 Contingent liabilities and Commitments
A. Contingent Liabilities
(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
Claims against the Group not acknowledged as debts***	29.02		22.65	
Amount deposited under protest	(2.57)	26.45	(2.57)	20.08
Corporate guarantee given to others		2.28		2.28
Guarantees given by banks in favour of Govt. & others *		28.59		24.25
Term deposit with Bank as security for short term working capital loan provided to Associate company **		11.00		11.00
Other moneys for which the group is contingently liable for tax, excise, customs and other matters not accepted by the Company *	54.30		38.47	
Amount deposited under protest	(3.50)	50.80	(2.64)	35.83
Total		119.12		93.44

* It includes Rs. 4.15 crore (Previous year Rs. 4.15 crore) towards interest and penalty demanded by excise department, Ankleshwar relating to erstwhile Tonira Pharma Limited since amalgamated with the Company and is not payable in accordance with the order passed by the Hon'ble Central Excise and Service Tax Appellate Tribunal (CESTAT), Ahmedabad. The Department had moved the Hon'ble Gujarat High Court against the said CESTAT order and as per the order of the said Hon'ble High Court, the Company has furnished a Bank Guarantee of Rs. 2.00 crore to the Department.

** Company has provided security by way of lien over the term deposit of Rs. 11.00 crores (previous year Rs. 11.00 crores) placed by the company with RBL Bank towards short term credit facility availed by Krebs Biochemicals & Industries Ltd., an Associate company.

*** Includes Rs. 0.87 crores income tax / sales tax refund amount kept on hold, amount paid under protest / deposit made pending adjudication under the Income tax Act, 1961, the Finance Act, 1994, Central Excise Act, 1944, Central Goods and Services tax Act, 2017 and respective State VAT Acts.

B. Other liabilities which are remote in nature

- (i) Claims made by the parties and ex-employees whose services have been terminated in earlier years are not acknowledged as debts. The matters are frivolous and are disputed under various forums. However in the opinion of the management, these claims are not tenable.
- (ii) Unichem is involved in certain intellectual property claims / legal proceedings filed against it by the innovators which are considered to be normal to its business. These proceedings are pending before different authorities / courts. The outcome from these claims are uncertain due to a number of factors involved in legal trial. Often, these issues are subject to uncertainties and therefore the probability of a loss, if any, being sustained and an estimate of the amount of any loss is difficult to ascertain. Although there can be no assurance regarding the outcome of any of the intellectual property claims / legal proceedings referred to in this note, Unichem does not expect such liabilities to be significant.
- (iii) Unichem has filed rectification letters in respect of certain income-tax refunds which have been withheld by the department. Unichem is of the view that once the rectification letters are processed by the department, the refunds will be received by Unichem.

In respect of matters stated above B (i) to (iii), the possibility of any liability devolving on Unichem is remote and hence no disclosure as contingent liability is considered necessary.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

C. Commitments

(₹ Crores)

Particulars	As at March 31, 2024		As at March 31, 2023	
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for:				
Tangible Assets		173.99		133.91
Intangible Assets		-		-
		173.99		133.91
(b) Investment Commitments (net of payments)				
Share warrants - Lyka Labs				
Preferential allotment of 50 lacs warrants @ Rs. 139.50 per warrant by Lyka Labs Ltd, Joint Venture. These warrants are convertible into equity shares in one or more tranches, at the option of the allottee, within a period of 18 months of its allotment ;				
Commitments at beginning of the year	52.31		-	
Commitments during the year on allotment of warrants	-		69.75	
Sub Total	52.31		69.75	
Less: Part Payment during the year (Current year - 75% on 24 lacs warrants upon conversion into shares) (previous year - 25% on 50 lacs warrants upon conversion into shares)	(25.11)		(17.44)	
Sub Total	27.20		52.31	
Less : Payment made after end of the year (Current year - 75% on 26 lacs warrants upon conversion into shares) (Previous year - 75% on 24 lacs warrants upon conversion into shares)	(27.20)		(25.11)	
Remaining commitment on signing of the balance sheet			-	27.20
Unichem acquisition				
As per Share Purchase Agreement (SPA) dated 24 th April, 2023 :				
(a) 2,35,01,440 fully paid-up equity shares of Rs. 2 /- each from one of the promoter shareholder @ Rs. 440 /- per share (33.38% of Unichem's paid-up share capital).	-		1034.06	
(b) Open offer to the extent of 26% of paid-up share capital of Unichem - 1,83,05,495 shares @ of Rs. 440 /- per share.	-		805.44	
Total Commitment (subject to approval of Competition Commission of India)			-	1839.50
			-	1866.70
(c) Other Commitments				
Purchase orders backed by Letter of Credit opened by bankers.		10.33		31.59
		10.33		31.59
Total		184.32		2,032.20

In case of subsidiary Unichem Laboratories Ltd.

- (i) Estimated amount of Contracts remaining to be executed (net of advances) on Capital account of Rs. 46.28 crores and on other purchase orders of Rs. 167.69 crores are not provided for.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

- (ii) Unichem has imported goods under the advance authorisation scheme / export promotion capital goods scheme to utilise the benefit of a zero or concessional customs duty rate and has availed packing credit against the export orders. These benefits are subject to future exports. Such pending export obligations at year end aggregate to Rs. 266.90 crores.
- (iii) Unichem intention is to continue to provide financial support to its subsidiaries [Niche Generics Ltd, Unichem Laboratories Ltd (Ireland) and Unichem Farmaceutica Do Brasil Ltda]. Further, pending outcome of the appeal in respect of European Commission matter, the Company will consider all available options to assist the subsidiary.

39 Political Contribution

The political contribution includes amount of Rs.1.00 crores (Previous year Rs. 12.50 crores) given in the form of electoral bonds in accordance with section 182(3) of the Companies Act, 2013 as amended. The Company has during the year given political contribution of Rs.15.00 crores by cheque (Previous year Rs. 0.21 Crores) to Bhartiya Janta Party.

40 Financial Instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2024 and March 31, 2023 is as follows:

(₹ Crores)

Particulars	Carrying Value		Fair Value	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets				
Amortised Cost				
Loans	97.99	119.13	97.99	119.13
Others	162.66	169.42	162.66	169.42
Trade receivables	1,686.51	989.02	1,686.51	989.02
Cash and cash equivalents & other bank balances	296.84	1,853.24	296.84	1,853.24
FVTPL				
Mutual funds considered as Cash and cash equivalents	558.40	323.32	558.40	323.32
Derivative assets	-	-	-	-
FVTOCI				
Investments carried at FVTOCI	18.56	25.37	18.56	25.37
Total Financial Assets	2,820.96	3,479.50	2,820.96	3,479.50
Financial liabilities				
Amortised Cost				
Borrowings	1,387.50	1,457.53	1,387.50	1,457.53
Lease Liability	50.86	23.74	50.86	23.74
Trade payables	776.08	525.06	776.08	525.06
Others	350.20	257.51	350.20	257.51
FVTPL				
Derivative Liabilities	1.41	11.03	1.41	11.03
Total Financial Liabilities	2,566.05	2,274.87	2,566.05	2,274.87

The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

41 Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

(₹ Crores)

Particular	Date of Valuation	Fair Value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Financial assets measured at fair value					
Measured at FVTPL					
Mutual funds		558.40	-	-	558.40
Derivative financial assets (Forward contracts)		-	-	11.49	11.49
Biological Assets	As at	-	-	1.75	1.75
Biological Assets other than bearer plant	March 31, 2024	-	-	0.14	0.14
Measured at FVTOCI					
Investments		-	-	18.56	18.56
Total financial assets		558.40	-	31.94	590.34
Financial liabilities measured at fair value					
Measured at FVTPL					
Derivative financial liabilities (Forward contracts)	As at	-	-	1.41	1.41
March 31, 2024					
Total financial liabilities		-	-	1.41	1.41
Financial assets measured at fair value					
Measured at FVTPL					
Mutual funds	As at	323.32	-	-	323.32
Measured at FVTOCI	March 31, 2023				
Investments		-	-	25.37	25.37
Total financial assets		323.32	-	25.37	348.69
Financial liabilities measured at fair value					
Measured at FVTPL					
Derivative financial liabilities (Forward contracts)	As at	-	-	11.03	11.03
March 31, 2023					
Total financial liabilities		-	-	11.03	11.03

42 Financial Risk Factors

The Group's business activities are exposed to a variety of financial risks: Market/Business risk, Credit risk, Exchange risk, etc. The Group's focus is to foresee the unpredictability of financial and business risks and seek to minimize potential adverse effects of these risks on its business and financial performance.

i. Business/Market Risk

The primary business/market risk to the Company is the price risk and its ability to pass on the same to its customers. The Company's operations extend to a number of countries across the globe and its products pricing competitiveness is a primary factor for the acceptability of Company's products in those markets. The Company has a robust procurement process, which ensures that its pricing power is not adversely affected by price changes in the market place for its raw materials. The backward integration into manufacturing of several APIs for its own use in the formulations manufacturing also works as a mitigating strategy for price risk faced by the Company.

The other business risk is regulatory risk and regulatory audits of its manufacturing facilities by the regulators to ensure that the manufacturing facilities meet the current Good Manufacturing Practices (cGMP) requirements. While the stringent regulatory requirements and audits works as a business risk, the successful audit of its facilities by regulators coupled with price competitiveness results in higher business and margins for the Company.

The Company's products are also subjected to product liability claims/litigations. To mitigate these risks, the Company has obtained adequate Product Liability Insurance.

The Company, however, has a reduced risk from dependence on any single customer as no single customer or customer group accounts for more than 10% of Company's annual revenue. The Company also continuously forays into different markets/countries to reduce its dependence on any particular country or customer group. The Company also has a diversified therapeutic product portfolio and therefore no single product account for more than 10% of Company's annual revenue.

ii. Credit Risk

The Group has exposure to credit risks associated with sales to various developing markets/countries. To mitigate these credit risks arising out of this, the Group obtains credit insurance on a regular basis after evaluating the credit risk associated with a country/customer. Country/customer where no credit insurance is available, the Group monitors such risk by continuously monitoring its exposure to such country/customer. There was no historically significant credit risk in the domestic market for the Group. Based on the historical data, the Group has made adequate provisions for expected loss because of credit risk, which is neither significant nor material.

iii. Interest Risk

The Group has borrowings mainly in foreign currencies which is linked to SOFR. The Group mitigates these risks associated with floating SOFR rates by entering into interest rate swaps to move them to fixed SOFR rates. The domestic interest risk is exposed to the changes in the RBI bank rate. The Group manages this risk by managing its working capital effectively.

iv. Foreign Currency Risk

The Group continuously manages its risks associated with foreign currency by adopting various hedging strategies in consultation with internal and external experts. The Group has a system of regularly monitoring its currency wise exposures. The significant part of Group's receivables and borrowings are in US Dollars which operates as a natural hedge against each other. The Group has a policy not to borrow in a currency where it has no business exposure.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024**v. Foreign currency exposure is as follows:**

Sr. No	Particulars	Currency	As at March 31, 2024		As at March 31, 2023	
			Amount in foreign currency (in millions)	Amount (₹ in crores)	Amount in foreign currency (in millions)	Amount (₹ in crores)
I)	Foreign exchange liability					
a.	ECB Term Loan & Interest	USD	24.73	206.29	22.34	183.59
b.	Packing Credit & Interest	USD	17.05	142.19	19.04	156.43
c.	Trade & Other Payables	USD	10.97	91.51	13.96	114.70
		EURO	0.48	4.34	0.36	3.26
		GBP	0.01	0.10	-	0.02
		CHF	0.01	0.09	-	-
		AUD	0.00	0.02	0.01	0.06
		NZD	0.62	3.11	0.32	1.63
		AED	0.02	0.05	0.03	0.05
II)	Receivables in foreign currency					
a.	Trade & Other receivables	USD	56.87	474.29	48.41	398.04
		EUR	12.81	115.16	8.12	72.51
		GBP	0.00	(0.00)	0.11	1.13
		AUD	7.01	37.92	10.99	60.44
		CAD	6.07	37.19	5.18	31.42
		NZD	10.67	53.10	4.61	23.73
		CHF	0.22	0.26	-	-
		COP	2,481.03	5.31	1,325.36	2.35
b.	Unbilled Revenue	CAD	1.04	6.38	0.97	5.91
		NZD	-	-	0.23	1.18

The Group has entered into various derivatives transactions, which are not intended for trading or speculative purpose but to hedge the export receivables included in ((II) a) above and future receivables and foreign currency loan interest rate risks.

vi Other Price Risk

The Company is mainly exposed to the price risk due to its investment in mutual funds. However, the Company is investing only in debt funds. The price risk arises due to uncertainties about the future market values of these investments. At March 31, 2024, the investments in mutual funds is Rs. 558.40 crores (Previous year Rs. 323.32 crores). These are exposed to price risk. In order to minimize price risk arising from investments in mutual funds, the Company predominately invest in liquid fund where price risk is minimum.

Price risk sensitivity:

0.10% increase or decrease in prices will have the following impact on profit/loss before tax and on other components of investment value.

(₹ Crores)

Particulars	Impact on Profit		Impact on Investment Value	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Price - increase by 0.10%*	0.56	0.32	0.56	0.32
Price - decrease by 0.10% *	(0.56)	(0.32)	(0.56)	(0.32)

* assuming all other variables as constant

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

43 Capital Management

For the purpose of the Groups capital management, capital includes paid-up equity share capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholders' value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust its dividend payment ratio to shareholders, return capital to shareholders or issue fresh shares. The Group monitors capital using a gearing ratio, which is net debt divided by its total capital. The Group includes within its net debt the interest bearing loans and borrowings, trade and other payables less cash and cash equivalents.

(₹ Crores)

Particulars	As at March 31, 2024	As at March 31, 2023
Borrowings	1,387.50	1,457.53
Trade payables	776.08	525.06
Other payables	351.61	268.54
	2,515.19	2,251.13
Less: Cash & Cash equivalents and Bank balances		
Cash and Cash Equivalents (C&CE)	(208.91)	(1,257.85)
Bank Balances	(87.93)	(595.39)
Margin Money	(5.12)	(5.12)
Investment in MF	(558.40)	(323.32)
	(860.36)	(2,181.68)
Net debt	1,654.83	69.45
Total Equity	6,350.86	5,862.30
Capital and net debt Gearing ratio (in times)	0.26	0.01

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets the financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the lending institutions to immediately call back the loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing the capital during the years ended March 31, 2024 and March 31, 2023.

44 Derivative Financial Instruments

I In case of Holding Company

The details of outstanding foreign exchange forward contracts and other derivatives designated as cash flow hedges:

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts Exports	USD	84.26	81.25
	STG	11.54	7.50
	EUR	25.00	19.66
	AUD	21.75	23.89
	CAD	1.62	4.68
	NZD	15.05	10.32
Forward Contracts - Imports	USD	0.21	0.44
Other Derivatives:			
Options	USD	-	6.00

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

The foreign exchange forward contracts mature within twelve months or more. The table below shows the derivative financial instruments into relevant maturity groupings based on the remaining period as at balance sheet date.

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts - Exports			
Not later than one month	USD	1.97	6.00
	STG	1.04	0.00
	EUR	3.49	0.66
	CAD	0.62	0.38
	AUD	1.00	3.17
	NZD	0.85	1.89
Later than one month and not later than three months	USD	18.39	19.25
	STG	2.30	1.00
	EUR	8.00	6.00
	CAD	1.00	2.00
	AUD	3.00	5.00
	NZD	4.00	3.43
Later than three months and not later than one year	USD	63.90	56.00
	STG	8.20	5.50
	EUR	13.51	13.00
	CAD	0.00	2.30
	AUD	17.75	15.72
	NZD	10.20	5.00
Later than one year	STG	0.00	1.00

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts - Imports			
Not later than one month	USD	0.07	0.14
Later than one month and not later than three months	USD	0.10	0.30
Later than three months and not later than one year	USD	0.04	-

Particulars	Currency	As at March 31, 2024	As at March 31, 2023
		In Million	In Million
Forward Contracts - Options			
Not later than one month	USD	-	-
Later than one month and not later than three months	USD	-	-
Later than three months and not later than one year	USD	-	6.00

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedged ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted in the statement of profit and loss at the time of hedge relationship re-balancing.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

The reconciliation of cash flow hedge reserve for the year ended March 31, 2024 is as follows:

(₹ Crores)

Particulars	March 31, 2024	March 31, 2023
Balance at the beginning of the period	-	(0.20)
Changes in the fair value of effective portion of cash flow hedges	-	-
Gain/(Loss) transferred to the Statement of Profit & Loss on occurrence of forecasted hedge transactions	-	0.20
Deferred Tax on fair value of effective portion of cash flow hedges.	-	-
Balance at the end of the period	-	-

The Group offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. During the year the Group has not settled any such transactions.

II. In case of subsidiary Unichem Laboratories Ltd., "Unichem".

Unichem has managed the foreign exchange risk with appropriate hedging activities in accordance with policies. Unichem manages currency risk as per trends and experiences. Unichem uses forward exchange contracts to hedge against its foreign currency exposures relating to export receivables. Unichem does not enter into any derivative instruments for trading or speculative purposes.

Fair Value Hedge

Hedging Instrument and Hedge Item :

(₹ Crores)

Type of Hedge and Risks	Nominal Value	Carrying amount as at 31 st March, 2024		Changes in amount of fair value	Hedge Maturity Date	Line Item in Balance Sheet
		Assets	Liabilities			
Foreign currency risk						
Trade Receivables hedged by Forward Contracts	508.94	507.86	-	(1.07)	April 2024 to September 2024	Other Financial Liability
Cash flow hedge	63.89	-	64.14	(0.25)	April 2024 to September 2026	Other Financial Liability

i) The following are the outstanding forward contracts:

Currency	Buy / Sell	As at March 31, 2024	
		Foreign Currency (in Million)	(₹ Crores)
USD	Sell	60.94	507.86

Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be re-balanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedged ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted in the Statement of Profit and Loss at the time of hedge relationship re-balancing.

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

Unichem offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and Unichem intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. During the year Unichem has not settled any such transactions.

ii) Foreign Currency exposure not hedged by forward contracts are given below :

Particulars	As at March 31, 2024	
	Foreign Currency (In Million)	(₹ Crores)
A) Trade Receivables and Vendor advances		
Euro	2.08	18.65
USD	-	-
Others (CAD, GBP, ZAR & CHF)	-	1.81
B) Trade Payables and Customer advances		
Euro	0.48	4.33
USD	2.07	17.31
Others (GBP & ZAR)	-	0.23
C) Borrowings		
USD (PCFC loan)	-	-

45 SHARE BASED PAYMENT PLANS (ESOP)**i) During the year ended 31st March, 2024, Unichem has share based payment arrangements which are described below:**

Type of arrangement	ESOP 2018
	Senior Management stock option scheme - I
Date of Grant	01.07.2023
Number granted	500,000
Contractual life	1-3 years
Vesting condition	As decided by Board / Compensation Committee based on various factors

ii) Summary of stock option are as follows

Particulars	ESOP 2018
	2023-2024
Granted during the year (Nos.)	500,000
Exercised during the year (Nos.)	-
Lapsed during the year (Nos.)	-
Option outstanding at the end of the year (Nos.)	500,000
Vested and exercisable at the end of the year (Nos.)	-
Weighted Average Exercise Price (₹)	370
Weighted Average Fair Value of Option at the measurement date * (₹)	122

* The fair value at grant date is determined using the Black-Scholes-Merton Option Pricing Model which takes into account the market price of the optioned stock, exercise price, expected life of the option and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

During the year ended 31st March, 2024, outstanding ESOP at the beginning of the year have been surrendered by the employees to Unichem. Further, Unichem has granted 500,000 stock options to the employee of the Unichem's WOS.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

iii) Share options outstanding at the end of year have the following expiry dates and exercise prices

Grant Date	Expiry date	Scheme name	Exercise price (Rs.)	No. of ESOPS
				2023-2024
6 th Aug, 2018	30 th June, 2024	ESOP 2018	250	-
6 th Aug, 2018	30 th June, 2024	ESOP 2018	250	-
1 st July, 2023	30 th Sept., 2025	ESOP 2018	370	250,000
1 st July, 2023	31 st July, 2026	ESOP 2018	370	125,000
1 st July, 2023	31 st July, 2027	ESOP 2018	370	125,000
Total				500,000

iv) Expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

Particulars	(₹ Crores)
	2023-2024
Employee Stock option plan	3.08
Total	3.08

46 Disclosure of Interest in Other entities as per Ind AS 112

I. Consolidated financial statements comprises the financial statements of Ipca Laboratories Limited, its subsidiaries, associates and joint venture as listed below:

Sr. no.	Name of entity	Principal place of business	Proportion of ownership (%) as at March 31, 2024	Proportion of ownership (%) as at March 31, 2023
(i)	Subsidiary companies			
1	Ipca Pharmaceuticals, Inc. USA	USA	100.00	100.00
2	Ipca Laboratories (U.K.) Ltd.	UK	100.00	100.00
3	Ipca Pharma Nigeria Ltd.	Nigeria	100.00	100.00
4	Ipca Pharma (Australia) Pty. Ltd.	Australia	100.00	100.00
5	Ipca Pharmaceuticals Ltd.,SA de CV	Mexico	100.00	100.00
6	Trophic Wellness Pvt. Ltd.	India	58.88	58.88
7	Unichem Laboratories Ltd. (w.e.f. 02 nd August 2023)	India	52.67	-
(ii)	Step down Subsidiary companies			
1	Onyx Scientific Ltd. (Subsidiary of Ipca Laboratories (U.K.) Ltd.)	UK	100.00	100.00
2	Ipca Pharma (NZ) Pty. Ltd. (Subsidiary of Ipca Pharma (Australia) Pty. Ltd.)	New Zealand	100.00	100.00
3	Pisgah Labs Inc, USA (Subsidiary of Ipca Pharmaceuticals, Inc. USA)	USA	100.00	100.00
4	Bayshore Pharmaceuticals LLC. (Subsidiary of Ipca Pharmaceuticals Inc, USA)	USA	100.00	100.00
5	Niche Generics Ltd. (Subsidiary of Unichem Laboratories Ltd.)	United Kingdom	52.67	-
6	Unichem S.A. Pty Ltd. (Subsidiary of Unichem Laboratories Ltd.)	South Africa	52.67	-
7	Unichem Pharmaceuticals (USA) Inc.(Subsidiary of Unichem Laboratories Ltd.)	USA	52.67	-
8	Unichem Farmaceutica Do Brasil Ltda. (Subsidiary of Unichem Laboratories Ltd.)	Brazil	52.67	-

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

Sr. no.	Name of entity	Principal place of business	Proportion of ownership (%) as at March 31, 2024	Proportion of ownership (%) as at March 31, 2023
9	Unichem Laboratories Limited, Ireland. (Subsidiary of Unichem Laboratories Ltd.)	Ireland	52.67	-
10	Unichem China Pvt Ltd. (Subsidiary of Unichem Laboratories Ltd.)	China	52.67	-
(iii) Joint Venture / Operation				
1	Avik Pharmaceutical Ltd.	India	50.00	50.00
2	Lyka Labs Ltd.	India	36.34	31.36
(iv) Associates				
1	CCPL Software Private Ltd.	India	28.95	28.95
2	Krebs Biochemicals & Industries Ltd.	India	49.65	49.65
3	Synchron Research Services Private Ltd. (Associate of Unichem Laboratories Ltd.)	India	16.91	-

II. Information about Associates and Joint Venture

The consolidated financial statements of the Group include:

Sr. No.	Name of Entity	Nature of Relationship	Principal Activities	Principal place of business	Proportion of ownership (%) as at March 31, 2024	Proportion of ownership (%) as at March 31, 2023
1	Avik Pharmaceutical Ltd.	Joint Venture	Manufacturing	India	50.00	50.00
2	Lyka Labs Ltd.	Joint Venture	Manufacturing & Marketing	India	36.34	31.36
3	Krebs Biochemicals & Industries Ltd.	Associate	Manufacturing	India	49.65	49.65
4	Synchron Research Services Private Ltd.	Associate	Technical Testing & Analysis Services	India	16.91	-

III. Investments in Associates and Joint Venture are measured using the Equity Method.**IV. Summarised financial information for individually non-material associates and joint venture**

(₹ Crores)

Description	March 31, 2024	March 31, 2023
Share of Total Comprehensive Income in associates(net)- Non - Material	(9.78)	(11.97)
Share of Total Comprehensive Income in joint venture (net)- Non - Material	3.48	(0.80)
Total Share of Profit / (loss) in associates and joint venture	(6.30)	(12.77)

V. Carrying amount of immaterial entities

(₹ Crores)

Description	March 31, 2024	March 31, 2023
Carrying amount of interests in the Associate	(10.36)	(0.59)
Carrying amount of interests in the Joint Venture	167.38	130.40

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

VI. Financial information about the entity's investments in aggregate for all individually immaterial Joint Venture

(₹ Crores)

Particulars	March 31, 2024	March 31, 2023
Profit or (loss) from continuing operations	3.48	(0.81)
Post-tax profit / (loss) from discontinued operations	-	-
Other Comprehensive Income	-	0.01
Total Comprehensive Income	3.48	(0.80)

VII. Financial information about the entity's investments in aggregate for all individually immaterial Associates

(₹ Crores)

Particulars	March 31, 2024	March 31, 2023
Profit or loss from continuing operations	(9.77)	(12.13)
Post-tax profit / (loss) from discontinued operations	-	-
Other Comprehensive Income	(0.01)	0.16
Total Comprehensive Income	(9.78)	(11.97)

VIII. Contingent Liabilities of Associates and Joint Venture

(₹ Crores)

Description	March 31, 2024	March 31, 2023
Contingent Liabilities including bank guarantee	18.40	18.03
Amount deposited under protest	(4.39)	(3.72)
Total	14.01	14.31
Commitments	0.21	0.96

IX. Information relating to major Subsidiary of the Group - Unichem Laboratories Ltd.

(₹ Crores)

Particulars	March 31, 2024
Non-current assets	1,471.84
Current assets	1,696.11
Non-current liabilities	(99.05)
Current liabilities	(707.88)
Fair Value	413.19
Net assets	2,774.21
Net assets attributable to NCI	1,313.03
Revenue	1,736.49
Profit for the year	(72.73)
Profit/(Loss) allocated to NCI	(34.42)
Other comprehensive income	(5.47)
OCI allocated to NCI	(2.59)
Cash flow from operating activities	16.69
Cash flow from investing activities	50.40
Cash flow from financing activities	(106.31)
Net increase/(decrease) in cash and cash equivalents	(39.22)

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Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

47 Disclosure under schedule III of the companies Act, 2013 relating to consolidated financial statements are given in statement 2 attached to the financial statements.

48 Audit Trail Disclosure

In case of holding company

The Ministry of Corporate Affairs (MCA) by the Companies (Accounts) Amendment Rules 2021 and vide notification dated 24 March 2021 has issued the "Companies (Audit and Auditors) Amendment Rules, 2021" has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

As required under above rules, the company uses in-house developed software for its financial accounting and MIS which works along with Database – Oracle as accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded and the audit trail feature has not been tampered with. With respect to consolidation procedures, the Company upto the third quarter was using a version of tally which did not have the audit trail facility enabled in it. Since the last quarter for the annual accounts, the Company has used a software for consolidation called E-Merge which has audit trail facility enabled.

However, the audit trail feature was not enabled at the database level for Database - Oracle to log any direct data changes, used for maintenance of all accounting records by the Company. Similarly the audit trail feature for the E-Merge database was also not enabled for direct access.

In case of subsidiary Trophic Wellness Pvt. Ltd.

The subsidiary uses in-house developed software for its financial accounting and MIS which works along with Database – Oracle as accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded and the audit trail feature has not been tampered with except that the software due to the resources constraint did not save the details about the opening balance transfers and retransfers while it kept a log of the changes in the audit trail.

Further, the audit trail feature was not enabled at the database level for Database - Oracle to log any direct data changes, used for maintenance of all accounting records by the Company.

In case of Joint Venture Avik Pharmaceutical Limited

The company has not used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility throughout the year.

In case of Joint Venture Lyka Labs Limited

Two subsidiaries of Lyka Labs Limited incorporated in India the feature of recording audit trail (edit log) facility of the accounting software used for maintaining general ledger was not enabled for the year ended 31st March, 2024.

The Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, the audit trail feature has not been tampered with and the audit trail has been preserved by the Company as per statutory requirements.

In case of Associate Krebs Biochemicals & Industries Ltd.

The company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

Notes to Consolidated Financial Statements as at and for the year ended March 31, 2024

In case of Subsidiary Unichem Laboratories Ltd.

The Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. The said rule is not applicable to subsidiaries of the Company as they are incorporated outside India.

49 Figures for the previous year have been regrouped / restated wherever considered necessary.

50 The Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, Statement of Changes in Equity, Statement of material accounting policy Information and the other explanatory notes forms an integral part of the financial statements of the Company for the year ended March 31, 2024.

As per our report of even date attached
For **Natvarlal Vepari & Co**
Chartered Accountants
Firm's Registration No. 106971W

N. Jayendran
Partner
Membership No. 40441

Mumbai
May 29, 2024

For and on behalf of the Board of Directors
Premchand Godha
Executive Chairman (DIN 00012691)
Ajit Kumar Jain
Managing Director and CFO (DIN 00012657)
Pranay Godha
Managing Director and CEO (DIN 00016525)
Prashant Godha
Executive Director (DIN 00012759)
Harish P. Kamath
Company Secretary (ACS - 6792)
May 29, 2024

Statement 1 (refer Note No. 37)

Related Party Disclosure as required by Indian Accounting Standard – Ind AS 24 “Related Party Transactions” of the Companies (Accounting Standards) Rule 2015.

Transactions with related parties-consolidated accounts

(₹ Crores)

Particular	Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
Purchase of goods and services										
Krebs Biochemicals & Industries Ltd.	-	-	48.38	52.00	-	-	-	-	48.38	52.00
Avik Pharmaceutical Ltd.	-	-	-	-	32.91	40.33	-	-	32.91	40.33
Lyka Labs Ltd. (Associate till 07/08/2022 and Joint Venture from 08/08/2022)	-	-	-	4.71	18.32	11.15	-	-	18.32	15.86
Makers Laboratories Ltd.	-	-	-	-	-	-	11.33	6.36	11.33	6.36
Nipra Industries Pvt. Ltd.	-	-	-	-	-	-	2.91	2.88	2.91	2.88
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	0.49	-	0.49	-
Resonance Specialties Limited	-	-	-	-	-	-	0.44	-	0.44	-
Vandhara Resorts Pvt. Ltd.	-	-	-	-	-	-	2.49	1.85	2.49	1.85
Total	-	-	48.38	56.71	51.23	51.48	17.66	11.09	117.27	119.28
Sales of goods and services										
Avik Pharmaceutical Ltd.	-	-	-	-	9.89	10.26	-	-	9.89	10.26
Krebs Biochemicals & Industries Ltd.	-	-	1.13	4.04	-	-	-	-	1.13	4.04
Makers Laboratories Ltd.	-	-	-	-	-	-	0.80	0.73	0.80	0.73
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	-	0.26	-	0.26
Resonance Specialties Limited	-	-	-	-	-	-	0.08	-	0.08	-
Ipca Foundation	-	-	-	-	-	-	-	0.24	-	0.24
Total	-	-	1.13	4.04	9.89	10.26	0.88	1.23	11.90	15.53
Interest income										
Lyka Labs Ltd.	-	-	-	1.05	3.45	6.05	-	-	3.45	7.10
Krebs Biochemicals & Industries Ltd.	-	-	3.87	2.09	-	-	-	-	3.87	2.09
Avik Pharmaceutical Ltd.	-	-	-	-	1.31	1.45	-	-	1.31	1.45
Makers Laboratories Ltd.	-	-	-	-	-	-	0.11	0.16	0.11	0.16
Resonance Specialties Limited	-	-	-	-	-	-	-	0.02	-	0.02
Total	-	-	3.87	3.14	4.76	7.50	0.11	0.18	8.74	10.82
Sale of fixed assets										
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	0.01	0.80	0.01	0.80
Krebs Biochemicals & Industries Ltd.	-	-	0.52	0.65	-	-	-	-	0.52	0.65
Lyka Labs Ltd.	-	-	-	-	-	0.04	-	-	-	0.04
Makers Laboratories Ltd.	-	-	-	-	-	-	1.82	-	1.82	-
Total	-	-	0.52	0.65	-	0.04	1.83	0.80	2.35	1.49
Rent, expenses paid/(recovered)										
Krebs Biochemicals & Industries Ltd. (Lease Rent)	-	-	1.02	1.02	-	-	-	-	1.02	1.02
Krebs Biochemicals & Industries Ltd. (Expenses)	-	-	(0.03)	-	-	-	-	-	(0.03)	-
Makers Laboratories Ltd.	-	-	-	-	-	-	0.46	0.17	0.46	0.17
Avik Pharmaceutical Ltd.	-	-	-	-	(0.24)	-	-	-	(0.24)	-
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	0.26	0.24	0.26	0.24
Ipca Foundation	-	-	-	-	-	-	-	0.11	-	0.11
Total	-	-	0.99	1.02	(0.24)	-	0.72	0.52	1.47	1.54

Particular	Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
Loans given/(recovered)										
Loans given:										
Lyka Labs Ltd.	-	-	-	48.00	-	50.00	-	-	-	98.00
Krebs Biochemicals & Industries Ltd.	-	-	10.50	41.00	-	-	-	-	10.50	41.00
Makers Laboratories Ltd.	-	-	-	-	-	-	-	2.00	-	2.00
Resonance Specialties Limited	-	-	-	-	-	-	-	2.00	-	2.00
Loans (recovered):										
Lyka Labs Ltd.	-	-	-	(95.00)	(30.50)	-	-	-	(30.50)	(95.00)
Makers Laboratories Ltd.	-	-	-	-	-	-	(2.00)	(6.40)	(2.00)	(6.40)
Resonance Specialties Limited	-	-	-	-	-	-	-	(2.00)	-	(2.00)
Avik Pharmaceutical Ltd.	-	-	-	-	(1.21)	(1.46)	-	-	(1.21)	(1.46)
Total	-	-	10.50	(6.00)	(31.71)	48.54	(2.00)	(4.40)	(23.21)	38.14
Investments made / (redemption)										
Lyka Labs Ltd.	-	-	-	-	33.48	27.90	-	-	33.48	27.90
Total	-	-	-	-	33.48	27.90	-	-	33.48	27.90
Preference Share Warrants (investment made)										
Lyka Labs Ltd.	-	-	-	-	25.11	17.44	-	-	25.11	17.44
Total	-	-	-	-	25.11	17.44	-	-	25.11	17.44
Remuneration to Directors										
Mr. Premchand Godha	11.80	10.80	-	-	-	-	-	-	11.80	10.80
Mr. Ajit Kumar Jain	7.93	7.28	-	-	-	-	-	-	7.93	7.28
Mr. Pranay Godha	6.15	4.81	-	-	-	-	-	-	6.15	4.81
Mr. Prashant Godha	6.58	4.34	-	-	-	-	-	-	6.58	4.34
Total	32.46	27.23	-	-	-	-	-	-	32.46	27.23
Provident Fund to Directors										
Mr. Premchand Godha	0.50	0.46	-	-	-	-	-	-	0.50	0.46
Mr. Ajit Kumar Jain	0.51	0.48	-	-	-	-	-	-	0.51	0.48
Mr. Pranay Godha	0.37	0.29	-	-	-	-	-	-	0.37	0.29
Mr. Prashant Godha	0.40	0.26	-	-	-	-	-	-	0.40	0.26
Total	1.78	1.49	-	-	-	-	-	-	1.78	1.49
Post employment benefits of Directors										
Mr. Ajit Kumar Jain	0.44	0.40	-	-	-	-	-	-	0.44	0.40
Mr. Pranay Godha	0.18	0.11	-	-	-	-	-	-	0.18	0.11
Mr. Prashant Godha	0.09	0.06	-	-	-	-	-	-	0.09	0.06
Total	0.71	0.57	-	-	-	-	-	-	0.71	0.57
Sitting Fees to Non-executive Directors										
Mr. Anand T Kusre	0.13	0.11	-	-	-	-	-	-	0.13	0.11
Mr. Dev Prakash Yadava	-	0.03	-	-	-	-	-	-	-	0.03
Dr. (Mrs.) Swati Patankar	0.03	-	-	-	-	-	-	-	0.03	-
Dr. (Mrs.) Manisha Premnath	0.09	0.10	-	-	-	-	-	-	0.09	0.10
Mr. Kamal Kishore Seth	0.16	0.14	-	-	-	-	-	-	0.16	0.14
Dr. Narendra Mairpady	0.13	0.06	-	-	-	-	-	-	0.13	0.06
Total	0.54	0.44	-	-	-	-	-	-	0.54	0.44
Donation/CSR/Expenses Reimbursement										
Ipca Foundation	-	-	-	-	-	-	9.59	8.43	9.59	8.43
Prabhat Foundation	-	-	-	-	-	-	-	0.25	-	0.25
Total	-	-	-	-	-	-	9.59	8.68	9.59	8.68

(₹ Crores)

Particular	Key Management Personnel		Associates		Joint Ventures		Other Related Parties		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
Security										
Security given to Bank by way of lien over term deposit for short term borrowings										
Krebs Biochemicals & Industries Ltd.	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Total	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Balance at year end										
Trade receivables										
Avik Pharmaceutical Ltd.	-	-	-	-	2.30	1.73	-	-	2.30	1.73
Krebs Biochemicals & Industries Ltd.	-	-	0.86	0.13	-	-	-	-	0.86	0.13
Kaygee Laboratories Pvt. Ltd. (Rs.13,796)	-	-	-	-	-	-	0.00	-	-	-
Makers Laboratories Ltd.	-	-	-	-	-	-	2.35	0.10	2.35	0.10
Loan given										
Lyka Labs Ltd.	-	-	-	-	27.50	58.00	-	-	27.50	58.00
Krebs Biochemicals & Industries Ltd.	-	-	53.50	43.00	-	-	-	-	53.50	43.00
Avik Pharmaceutical Ltd.	-	-	-	-	11.10	12.32	-	-	11.10	12.32
Makers Laboratories Ltd.	-	-	-	-	-	-	-	2.00	-	2.00
Advance given										
Krebs Biochemicals & Industries Ltd.	-	-	16.10	11.05	-	-	-	-	16.10	11.05
Makers Laboratories Ltd.	-	-	-	-	-	-	1.65	2.39	1.65	2.39
Deposit given										
Krebs Biochemicals & Industries Ltd.	-	-	45.00	45.00	-	-	-	-	45.00	45.00
Interest receivable										
Krebs Biochemicals & Industries Ltd.	-	-	8.47	4.98	-	-	-	-	8.47	4.98
Lyka Labs Ltd.	-	-	-	-	-	2.17	-	-	-	2.17
Avik Pharmaceutical Ltd.	-	-	-	-	0.18	0.10	-	-	0.18	0.10
Makers Laboratories Ltd.	-	-	-	-	-	-	-	0.05	-	0.05
Total	-	-	123.93	104.16	41.08	74.32	4.00	4.54	169.01	183.02
Trade payable										
Nipra Industries Pvt. Ltd.	-	-	-	-	-	-	0.39	0.64	0.39	0.64
Avik Pharmaceutical Ltd.	-	-	-	-	3.00	-	-	-	3.00	-
Lyka Labs Ltd.	-	-	-	-	0.24	0.51	-	-	0.24	0.51
Krebs Biochemicals & Industries Ltd.	-	-	1.29	-	-	-	-	-	1.29	-
Makers Laboratories Ltd.	-	-	-	-	-	-	0.37	0.45	0.37	0.45
Vandhara Resorts Pvt. Ltd.	-	-	-	-	-	-	0.73	0.29	0.73	0.29
Kaygee Laboratories Pvt. Ltd.	-	-	-	-	-	-	0.02	0.02	0.02	0.02
Ipca Foundation	-	-	-	-	-	-	-	0.11	-	0.11
Directors remuneration payable										
Mr. Premchand Godha	6.82	6.19	-	-	-	-	-	-	6.82	6.19
Mr. Ajit Kumar Jain	4.95	3.80	-	-	-	-	-	-	4.95	3.80
Mr. Pranay Godha	3.74	2.92	-	-	-	-	-	-	3.74	2.92
Mr. Prashant Godha	4.04	2.49	-	-	-	-	-	-	4.04	2.49
Total	19.55	15.40	1.29	-	3.24	0.51	1.51	1.51	25.59	17.42
Corporate guarantee/Security given to bank										
Krebs Biochemicals & Industries Ltd.	-	-	11.00	11.00	-	-	-	-	11.00	11.00
Total	-	-	11.00	11.00	-	-	-	-	11.00	11.00

Statement 2 (Refer Note No.47)
Disclosure under Schedule III of the companies Act, 2013 relating to consolidated financial statements.

Name of the entity in the	2023-24						2022-23							
	Net Assets, i.e. Total Assets minus Total Liabilities		Share in Profit or (loss)		Share in Other Comprehensive Income		Net Assets, i.e. Total Assets minus Total Liabilities		Share in Profit or (loss)		Share in Other Comprehensive Income			
	As % of consolidated Net assets	Amount	As % of consolidated Profit or (Loss)	Amount	As % of consolidated Profit or (Loss)	Amount	As % of consolidated Profit or (Loss)	As % of consolidated Net assets	Amount	As % of consolidated Profit or (Loss)	Amount	As % of consolidated Profit or (Loss)		
A. Parent														
Ipca laboratories Limited	84.18	6,504.54	96.51	504.70	87.41	(8.26)	99.92	5,910.53	100.91	483.37	(36.51)	(2.68)	98.83	480.69
B. Subsidiaries In India														
Unichem Laboratories Ltd.*	(1.17)	(90.08)	(5.36)	(28.04)	14.71	(1.39)	-	-	-	-	-	-	-	-
Trophic Wellness Pvt. Ltd.	0.37	28.66	2.67	13.96	-	-	0.40	23.80	2.35	11.27	(0.14)	(0.01)	2.32	11.26
C. Subsidiaries Out Of India														
Ipca Pharmaceuticals, Inc	(0.21)	(15.93)	(3.22)	(16.82)	(58.31)	5.51	(0.34)	(20.20)	(3.19)	(15.26)	308.58	22.65	1.52	7.39
Pisgah Laboratories, Inc.	(1.83)	(141.20)	(4.31)	(22.54)	22.96	(2.17)	(1.97)	(116.50)	(2.10)	(10.08)	(117.03)	(8.59)	(3.84)	(18.67)
Bayshore Pharmaceuticals LLC	(0.66)	(50.98)	(6.88)	(35.99)	21.27	(2.01)	(0.31)	(18.14)	(7.08)	(33.91)	(96.05)	(7.05)	(8.42)	(40.96)
Ipca Laboratories (UK) Ltd	1.63	125.71	22.95	120.02	(15.66)	1.48	1.19	70.68	4.89	23.41	18.53	1.36	5.09	24.77
Onyx Scientific Ltd.	0.73	56.79	2.85	14.93	(15.24)	1.44	1.18	69.70	4.51	21.57	22.22	1.63	4.77	23.20
Ipca Pharma (Australia) Pty Ltd	-	-	-	(0.02)	-	-	-	0.10	-	-	(0.14)	(0.01)	-	(0.01)
Ipca Pharma (NZ) Pty Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ipca Pharma Nigeria Ltd.	-	(0.33)	0.66	3.44	27.94	(2.64)	0.05	2.96	0.81	3.89	(1.77)	(0.13)	0.77	3.76
Ipca Pharmaceuticals Ltd SA de CV	(0.01)	(1.15)	-	-	-	-	(0.02)	(1.15)	-	-	-	-	-	-
D. Non Controlling Interest in Subsidiaries	18.05	1,394.81	(4.67)	(24.43)	14.81	(1.40)	1.24	73.30	1.60	7.67	-	-	1.58	7.67
E. Associates (Investment as per the equity method)														
Indian														
Krebs Biochemicals Industries Limited	(1.18)	(90.98)	(1.87)	(9.77)	0.11	(0.01)	(1.37)	(81.19)	(2.53)	(12.13)	2.18	0.16	(2.46)	(11.97)
F. Joint Venture (Investment as per the equity method)														
Indian														
Lyka Labs Ltd. (Joint Venture w.e.f. 8 th August 2022)	0.05	3.55	(0.17)	(0.90)	(0.32)	0.03	0.04	2.18	(0.71)	(3.42)	(0.14)	(0.01)	(0.70)	(3.43)
Avik Pharmaceuticals Ltd	0.05	3.59	0.84	4.38	0.32	(0.03)	(0.01)	(0.75)	0.54	2.61	0.27	0.02	0.54	2.63
Total	100.00	7727.00	100.00	522.92	100.00	(9.45)	100.00	5915.32	100.00	478.99	100.00	7.34	100.00	486.33

Note:-

* Consolidated with its Subsidiaries namely 1) Niche Generics Ltd, UK2) Unichem S.A. Pty Ltd. 3) Unichem Pharmaceuticals (USA) Inc. 4) Unichem Farmaceutica Do Brasil Ltda. 5) Unichem Laboratories Limited, Ireland. 6) Unichem China Pvt Ltd., and Associate namely Synchron Research Services Private Ltd.

Form AOC-I

(Pursuant to first proviso to section 129 (3) read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
Part "A": Subsidiaries

Sr. No.	Name of Subsidiary Company	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Total Income/ Turnover	Profit/ (Loss) Before Taxation	Provision for Taxation	Profit / (Loss) After Taxation	% of Shareholding
1	Ipca Pharma Nigeria Ltd., Nigeria	Nigerian Naira	1.89	(0.60)	5.60	4.31	-	6.74	(0.07)	0.03	(0.10)	100%
2	Ipca Pharmaceuticals, Inc., USA	USD	334.76	(46.27)	288.90	0.41	206.92	17.77	(95.10)	0.13	(95.23)	100%
3	Bayshore Pharmaceuticals LLC, USA	USD	10.11	(31.25)	134.45	155.59	-	135.07	(36.32)	-	(36.32)	100%
4	Pisgah Laboratories Inc., USA	USD	124.48	(51.19)	75.21	1.92	-	15.38	(22.00)	0.55	(22.55)	100%
5	Ipca Pharmaceuticals Ltd. SA de CV, Mexico	Mexican Peso	1.15	(1.15)	-	-	-	-	-	-	-	100%
6	Ipca Pharma (Australia) Pty. Ltd., Australia	AUD \$	0.13	0.51	0.64	-	-	0.02	-	-	-	100%
7	Ipca Pharma (NZ) Pty. Ltd., New Zealand	AUD \$	-	-	0.01	0.01	-	-	-	-	-	100%
8	Ipca Laboratories (UK) Ltd., UK	STG £	26.50	70.93	158.20	60.77	51.39	133.24	16.14	-	16.14	100%
9	Onyx Scientific Ltd., UK	STG £	2.50	106.98	145.75	36.27	7.57	146.68	26.26	9.51	16.75	100%
10	Trophic Wellness Pvt. Ltd	INR	4.05	134.81	155.50	16.64	19.72	102.36	27.69	7.07	20.62	58.88%
11	Unichem Laboratories Ltd	INR	14.08	2,280.54	2,863.70	569.08	44.07	1,472.55	(92.18)	-	(92.18)	52.67%
12	Unichem Farmaceutica Do Brasil Ltda	BRL	49.75	(50.67)	42.98	43.90	-	90.51	10.08	2.52	7.56	*
13	Unichem Laboratories Ltd, Ireland	EURO	24.86	(25.32)	2.88	3.34	-	8.14	1.13	-	1.13	*
14	Unichem Pharmaceuticals (USA), Inc.	USD	60.03	166.43	668.85	442.39	-	997.94	33.68	6.43	27.25	*
15	Niche Generics Limited	GBP	59.14	(62.92)	68.79	72.57	-	102.55	5.77	-	5.77	*
16	Unichem S.A.-Pty Ltd.	ZAR	0.08	2.59	6.24	3.57	-	9.87	(0.54)	(0.15)	(0.39)	*
17	Unichem China Pvt. Ltd.	RMB	7.25	(6.89)	0.51	0.15	-	-	(1.94)	-	(1.94)	*

* (i) Unichem Farmaceutica Do Brasil Ltda, (ii) Unichem Laboratories Ltd - Ireland, (iii) Unichem Pharmaceuticals (USA) Inc., (iv) Niche Generics Limited, (v) Unichem S.A. (Proprietary) Ltd and (vi) Unichem (China) Pvt. Ltd are wholly owned subsidiaries of Unichem Laboratories Ltd, India.

- Financials reporting period of all subsidiaries is 31st March.
- Exchange rate considered as on 31st March 2024 1 USD = ₹ 83.40, 1 STG £ = ₹ 105.03, 1 N (Nigerian Naira) = ₹ 0.0640, 1 AUD \$ = ₹ 54.1100, 1 MXN (Mexican Peso) = ₹ 5.0274, 1 BRL (Brazilian Real) = ₹ 16.51, 1 EURO = ₹ 90.07, 1 ZAR (South African Rand) = ₹ 4.25, 1 RMB (Chinese Yuan) = ₹ 11.39. Further, 1 USD = ₹ 83.30 for Unichem Pharmaceuticals (USA), Inc and 1 GBP = ₹ 105.14 for Niche Generics Ltd.
- Ipca Pharma (NZ) Pty. Ltd., New Zealand is a wholly owned subsidiary of Ipca Pharma (Australia) Pty. Ltd.
- Onyx Scientific Ltd., UK is wholly owned subsidiary of Ipca Laboratories (UK) Ltd., UK.
- Bayshore Pharmaceuticals LLC is a wholly owned subsidiary of Ipca Pharmaceuticals, Inc. USA.
- Ipca Pharmaceuticals, Inc. USA holds 90% and Onyx Scientific Ltd., UK holds 10% Share capital of Pisgah Laboratories Inc. USA.

For and on behalf of the Board of Directors

Premchand Godha
Executive Chairman (DIN 00012691)

Ajit Kumar Jain

Managing Director and CFO (DIN 00012657)

Pranay Godha

Managing Director and CEO (DIN 00016525)

Prashant Godha

Executive Director (DIN 00012759)

Harish P. Kamath

Company Secretary (ACS - 6792)

Mumbai
May 29, 2024

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associate/ Joint Venture	ASSOCIATES			JOINT VENTURE	
	* CCPL SOFTWARE PRIVATE LTD.	SYNCHRON RESEARCH SERVICES PVT LTD.	KREBS BIOCHEMICALS & INDUSTRIES LTD.	LYKA LABS LTD.	AVIK PHARMACEUTICAL LTD.
1. Latest Audited Balance Sheet Date	-	31 st March, 2023	31 st March, 2024	31 st March, 2024	31 st March, 2024
2. Shares of the Associate/ Joint Venture held by Ipca Laboratories Limited as at 31 st March, 2024					
- Number of Shares	55,000	2,08,333	1,07,05,195	1,20,24,923	5,44,000
- Amount of Investment in Associates/ Joint Venture (Rs. in Crores)	*		78.77	159.49	6.95
- Extent of Holding %	28.95%	32.11%***	49.65%	36.34%	50.00%
3. Description of how there is Significant Influence	Percentage of shareholding	Percentage of shareholding	Company under joint management control	Significant shareholding and joint management control	Significant shareholding and joint management control
4. Reason why the associate/joint venture is not consolidated	-		-	-	-
5. Net worth attributable to Shareholding as per latest audited Balance Sheet (Rs. in Crores)	-	(0.67)	(59.19)	24.77	7.49
6. Profit/ (Loss)** for the Year			(19.75)	(2.40)	8.68
i. considered in consolidation	*	-	(9.78)	(0.87)	4.35
ii. not considered in consolidation	-	-	(9.97)	(1.53)	4.33

* Cost fully written off in books. No effect of share of loss / profit from CCPL Software Pvt. Ltd. is taken since 01.04.2004, as the Company has no further commitment towards its share either of loss / profit in this company.

** Profit/(Loss) for the year means Total Comprehensive income for the year.

*** Held by Unichem Laboratories Ltd., India

For and on behalf of the Board of Directors

Premchand Godha

Executive Chairman (DIN 00012691)

Ajit Kumar Jain

Managing Director and CFO (DIN 00012657)

Pranay Godha

Managing Director and CEO (DIN 00016525)

Prashant Godha

Executive Director (DIN 00012759)

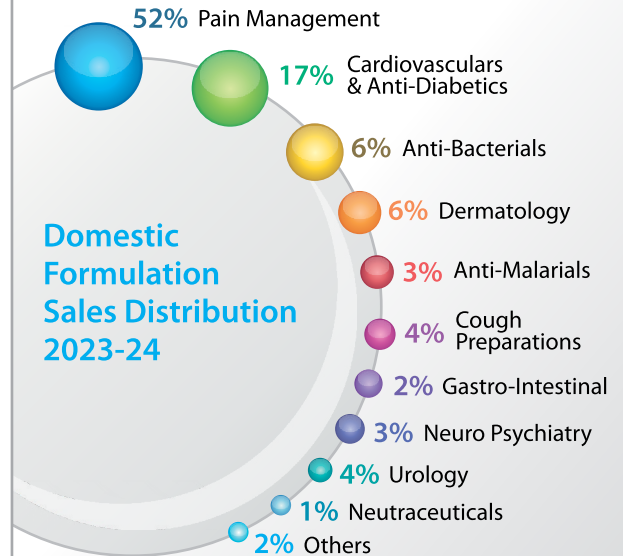
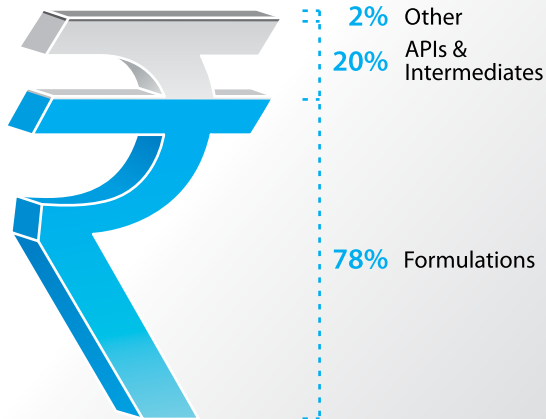
Harish P. Kamath

Company Secretary (ACS - 6792)

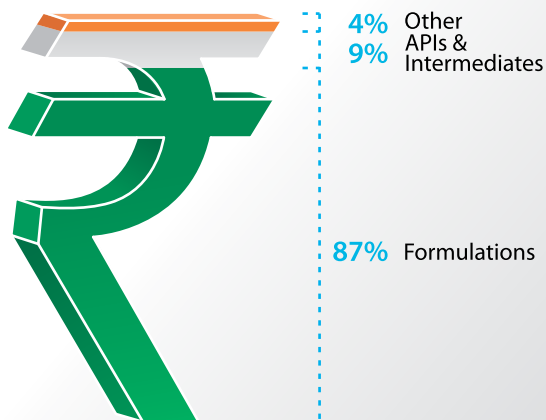
Mumbai

May 29, 2024

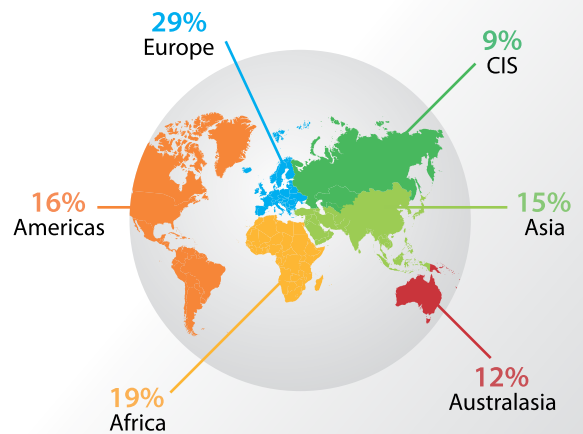
Total Income 2023-24
₹ 6277.75 Crores



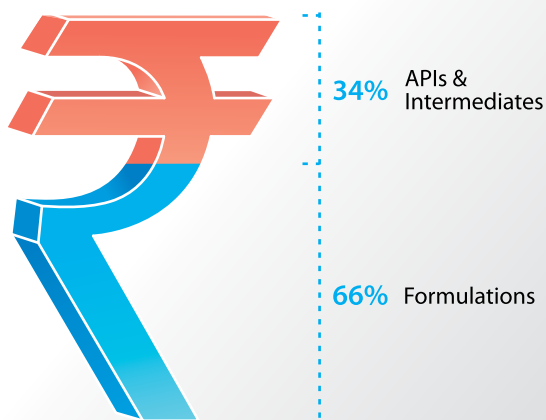
Domestic Income 2023-24
₹ 3570.05 Crores



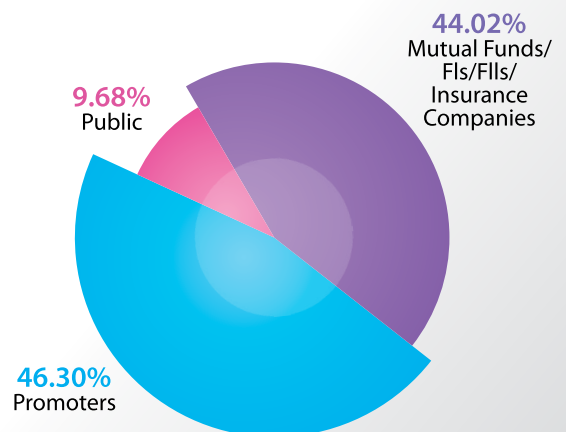
Continent Wise Exports (%)



Export Income 2023-24
₹ 2707.70 Crores



Distribution of Shareholding as on 31st March, 2024





Ipca Laboratories Ltd.

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