



GlaxoSmithKline Pharmaceuticals Limited  
GSK House, Dr. Annie Besant Road,  
Worli, Mumbai - 400 030  
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Web: [www.gsk-india.com](http://www.gsk-india.com)  
Email: [askus@gsk.com](mailto:askus@gsk.com)

5<sup>th</sup> June 2024

To,

**BSE LIMITED**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

**THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED**

Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (East)  
Mumbai - 400051

Dear Sir,

**Re: Annual Report**

With reference to Annual Report submitted by us on 4<sup>th</sup> June 2024, we would like to inform you that there is typo error in page 8 (in legends of the graph) in the Annual report which is been rectified and uploaded on the exchanges.

Kindly take submission on record.

Thanking you,

Yours faithfully

For GlaxoSmithKline Pharmaceuticals Limited

Ajay Nadkarni  
Vice President – Administration, Real Estate  
& Company Secretary

CIN: L24239MH1924PLC001151



YEARS OF  
OF **TRUST**  
IN INDIA

# 01-14

## Corporate overview

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To view this report online, please scan the above QR code

## Corporate Information

### Forward-looking statements

In this report, we have included statements that anticipate our future performance based on past experience and reasonable assumptions. However, we want to emphasise that these statements are subject to change based on various factors such as changes in industry trends, market conditions, government regulations, laws, and other unforeseen circumstances. It is important to note that these forward looking statements are not a guarantee of our future performance, as the underlying assumptions may change significantly over time. Therefore, we advise readers to exercise caution when relying on these statements and to consider them as indicative of potential outcomes rather than definitive predictions.

### Registered Office and Share Department

GSK House, Dr. Annie Besant Road,  
Worli, Mumbai - 400 030  
Website: [www.gsk-india.com](http://www.gsk-india.com)  
Email: [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com)  
Tel.: 022 24959595, Fax: 022 24959494  
CIN: L24239MH1924PLC001151

### Factory

Ambad, Nashik

### Bankers

Deutsche Bank  
Hongkong and Shanghai Banking Corporation Limited

### Statutory Auditor

Deloitte Haskins and Sells LLP

### Cost Auditor

R. Nanabhoy & Co.

### Secretarial Auditor

Parikh & Associates

### Solicitors

Khaitan & Co.,  
Desai & Diwanji  
AZB & Partners  
Trilegal  
Nishit Desai Associates  
J Sagor & Associates  
Shardul Amarchand Mangaldas (SAM)

CELEBRATING



YEARS OF

TRUST

IN INDIA

**GSK IS A FOCUSED BIOPHARMA COMPANY WITH STRONG MOMENTUM AND BIG AMBITIONS. YOUR COMPANY PREVENTS AND TREATS DISEASES WITH GENERAL MEDICINES, VACCINES AND SPECIALTY PORTFOLIO.**

GSK's 100-year journey in India has drawn inspiration from the passion and commitment of its people. For 100 years your company has earned the trust of generations by consistently delivering high quality medicines and vaccines.



▲  
Glaxo's first factory at Worli, Bombay  
(now Mumbai), Maharashtra

# 100

years of  
trust



▲  
GSK India's present-day  
manufacturing factory located  
in Nashik, Maharashtra

For a century, your company has been an integral part of India's 'Make in India' story, laying the groundwork for a workplace culture fueled by relentless pursuit of excellence.

In India's healthcare story, GSK emerges as a beacon of hope, standing strong for a century. Throughout the journey, your company has achieved significant milestones, from pioneering breakthroughs to life-saving medicines and vaccines impacting countless lives across the nation.

# Evolving with time, rooted in purpose

## Our history

At the beginning of the century, when Joseph Nathan & Co, first made their wonderful dried milk for babies, they decided to give it a name 'Lacto' from Latin, lactis meaning milk. But the name was not acceptable to the Registration Office. The Company then hit upon the word 'Glacto', derived from galactose, one of the milk sugars. At this stage, someone suggested that 'Glaxo' would be more pleasant to the ear. Thus, the new name – that eventually became a household word – was born.

### 1920s



The swirling script and grand loops of the logo conveyed timeless elegance and a legacy of stories.

#### Seeds of Compassion

In 1924, we as H.J. Foster & Co. Limited, later to be known as Glaxo Laboratories, identified the nutritional needs of infants and introduced formula milk in India. Glaxo stepping into the world of baby food was a move straight from the heart.



### 1930s

#### Nurturing Growth

As the 1930s rolled in, we stepped into a new chapter. The Worli factory in Bombay (now Mumbai) became our symbol of care towards Indians, making sure essential medicines were always available for those who needed them.



### 1940s

#### Pioneering hope in times of need

During critical periods, Glaxo leveraged its pharmaceutical expertise to provide essential medicines and supplies to meet urgent public health needs, with women being indispensable to our workforce, making their participation and Diversity, Equity & Inclusion inherent to our legacy.



### 1980s



The bold orange font against a plain background conveyed a sense of contemporary professionalism.



The blue logo was simple highlighting the name of the company.

### 1990s

#### Dynamic Era

We continued in our quest for ground breaking solutions tailored to address India's unique health care challenges.



In 1994, Complan sold to H J Heinz India Pvt. Ltd.



New solutions such as Ceftum, Tenovate and Flutivate were introduced.

### 2000-2010



GlaxoSmithKline

The orange text, bold and within an oval shape, exuded an inviting and warm aura.

#### Going from Strength to Strength

In the early 1980s, continuing its commitment to patients in the country, Glaxo set up a new manufacturing facility in Nashik, Maharashtra.



Launch of Augmentin, a leading brand showcasing our legacy of innovation.



Our contribution to public health was fortified with the launch of Engerix B in 1982. This wasn't just another vaccine; it was a shield against a silent threat looming over countless lives-Hepatitis B.



In 1987, Glaxo Laboratories Limited rebranded as Glindia Limited, and in 1989, Glindia Limited changed its name to Glaxo India Limited.



In 1993, Mother Teresa graced the Worli office with her presence.



In 1999, we celebrated 75 years in the country and featured as India's most respected company by Businessworld Magazine.

#### Navigating new Horizons



Glaxo Wellcome and SmithKline Beecham Pharmaceuticals successfully merged, leading to the company's name change to GlaxoSmithKline Pharmaceuticals.

In 2010, Calpol secured the top position in the pharmaceutical market.



# 1950s

## A Journey of Discovery



Start of the secondary manufacturing of products at Worli factory by filling of Crystalline Penicillin in January 1950.



In the 1950s, we enhanced our research and development by producing India specific medicines like Eltroxin tablets, which was the need of the hour for patients diagnosed with Thyroid.



In 1953, Sir Alexander Fleming who discovered Penicillin in 1928, paid a visit to Glaxo's Bombay factory.

# 1960s

## Decade of Breakthroughs

This decade began with Glaxo setting up modern manufacturing facilities in Aligarh, Uttar Pradesh, and Thana (now Thane), Maharashtra.

As the 1960s drew to a close, we celebrated a notable achievement: our listing of shares on the Indian Stock Exchange, showcasing our commitment to transparency and accountability.



▲ Milk drying factory in Aligarh



▲ Thana (now Thane) factory inaugurated



▲ Betnovate Skin ointment launched

# 1970s

## Resilient amidst adversity

Pioneering medical detailing in India to promote pharmaceuticals products healthcare professionals (HCPs).



The company pulled off a marketing coup in a leading Bollywood movie, with Amitabh Bachchan playing the role of a marketing executive working with Glaxo.



Ventolin Inhaler, revolutionising respiratory care and offering hope to those with breathing difficulties.

# 2010 to present



For a future without Lymphatic Filariasis

Nashik facility committed itself to the production of Albendazole, contributing to the battle against Lymphatic Filariasis in partnership with World Health Organization (WHO).



Seretide, an inhaler and accuhaler to treat and manage Asthma.

## Innovating for tomorrow



In the ever-evolving world of healthcare, we embarked on an exciting journey filled with innovation and progress with the introduction of Infanrix Hexa at the dawn of the decade. This marked a giant leap forward in paediatric vaccination, providing protection against six diseases-Diphtheria, Tetanus, Pertussis, Hib, Hepatitis B, and Polio.



In 2018, the introduction of a robotic assembly line revolutionised the manufacturing process for Betnovate.



Nucala, revolutionising respiratory treatment.



Trelegy Ellipta, India's first single inhaler triple therapy (SITT) for chronic obstructive pulmonary disease (COPD) patients.



The logo featured a darker shade of orange, indicating a move towards modernity and sophistication.



The logo's standalone capital letters project strength and resilience, with each curve evoking the adaptable nature of the human immune system, reminding us to evolve and adapt continuously.



Launch of Shingrix, a vaccine for prevention of Shingles (Herpes Zoster) and post-herpetic neuralgia (PHN) in adults aged 50 and above, creating a new category in adult immunisation.

Bringing together science, technology and talent to deliver impact  
**#AheadTogether**

# Chairperson's statement



## Dear Shareholders,

It is a privilege for me to present your company's annual report for the financial year (FY) 2023-24 for the fifth year and more importantly as we step into our centenary year in November 2024. A century of improving the quality of human life is indeed a noteworthy landmark.

India continues to be one of the fastest growing major economies of the world, powered by a strong, reform-focused government. The economy is expected to achieve a growth rate of approximately 7% or more in FY 2023-24, with the participation of all sectors.

As I reflect on the year gone by, it is imperative to acknowledge the challenges and triumphs that have shaped the journey of your company. The landscape of healthcare and pharmaceuticals sector is ever-evolving, and FY 2023-24 has been a testament to your company's resilience and commitment to excellence. Your company's achievements across business units—Shingrix, General Medicines, Paediatric Vaccines, and Specialty—are a reflection of its strategic approach and the dedicated efforts of the team.

## Fostering Diversity and Inclusion

Your company's commitment to diversity and inclusion extends beyond business metrics. Your company is proud to nurture a culture where every individual feels valued, respected, and empowered to contribute their best. The Employee Resource

Groups (ERGs) - SPECTRUM and Women's Leadership Initiative (WLI) plays a pivotal role in championing diversity and inclusion in our workplace. SPECTRUM focuses on LGBTQIA+ inclusion, while WLI promotes gender equality and women's empowerment.

These ERGs create a supportive environment where employees from all backgrounds can thrive and contribute to our collective success. By fostering a culture of belonging and acceptance, your company not only attracts diverse talent but also fosters innovation and creativity.

Your company also recognises the importance of maintaining a congenial and learning workplace culture. Your company remains committed to fostering an environment that encourages creativity, collaboration and a shared sense of purpose.

## Eliminating Lymphatic Filariasis: A Long-term Commitment

With a legacy nearing a century in India, your company has embraced a noble cause since 2000: the elimination of lymphatic filariasis (LF). This debilitating disease, known as elephantiasis, inflicts severe pain and disfigurement, carrying profound social and psychological implications. As a leading cause of permanent disability, LF demands urgent attention.

In partnership with the World Health Organization (WHO), your company has spearheaded mass drug administration (MDA) efforts in affected regions in India. In 2023 alone, the company supplied 44.5 million albendazole tablets towards this cause. With a cumulative distribution of nearly 3.96 billion tablets to date, your company remains steadfast in its commitment to providing support for as long as LF is eradicated in India.

## GSK Scholars: Empowering Tomorrow's Healthcare Leaders

As a responsible corporate citizen, your company has launched 'GSK Scholars,' a flagship community initiative aimed at empowering meritorious yet financially disadvantaged students to pursue medicine

in government medical colleges. This programme provides financial assistance over a four-and-a-half-year period, covering academic expenses for the MBBS programme. Through this initiative, GSK Scholars benefits approximately 400 deserving scholars annually.

## ESG Initiatives: Nurturing Communities and Preserving Resources

Your company is also committed to environmental, social, and governance (ESG) initiatives that positively impact local communities. Collaborating with local organisations, your company focuses on water basin replenishment and access projects. Partnering with the Watershed Organisation Trust (WOTR), your company endeavours to reduce water volume depletion in the Nashik watershed while enhancing the well-being of local families through improved health and education opportunities.

Furthermore, your company is also a founding partner of the Women + Water Collaborative in India, a pioneering effort in collaboration with the Water Resilience Coalition. By harnessing women's leadership, this initiative aims to improve access to clean water and sanitation, thereby supporting the health and vitality of local communities.

In closing, I extend my heartfelt gratitude to your company's exceptional employees, partners, and stakeholders for their unwavering support and dedication. It is through their collective efforts that we stand poised to achieve new milestones and create lasting impact in the lives of those we serve. Together, we are shaping a future where healthcare reaches new heights of excellence.

Underpinned by 100 years of stakeholder trust, your company is ever more committed to positively impact patient's lives and work for the wellbeing of humanity through science and innovation,

**Renu Sud Karnad**  
Chairperson



# Managing Director's message



For 100 years, we have earned the trust of generations by consistently delivering high-quality medicines and vaccines.

## Dear Shareholders,

There has never been a more exciting time for GSK India, as we have stepped into the 100th year of our operations in 2024. For 100 years, we have earned the trust of generations by consistently delivering high-quality medicines and vaccines. It is a testament of our commitment to prevent and change the course of diseases for millions of people in India.

During the fiscal year 2023-24, your company continued to make significant progress on its strategic transformation, to be able to deliver double digit top line growth in the next few years. Accordingly, I am pleased to share a few highlights of the performance across our diverse business segments.

## General Medicines: Strong growth driven by focus brands

Your company's General Medicines division continued to demonstrate strong growth, with Augmentin becoming the No.1 brand in the Indian Pharmaceutical Market (IPM) in 2023.

Despite the inclusion of some of our key brands in the National List of Essential Medicines (NLEM), we continued to increase patient coverage with a science-led differentiation strategy. Additionally, HCP-led initiatives such as the India Infection Index for Augmentin the introduction of new and advanced Calpol 650+ mg and 500+ mg with OPTIZORB formulation and Ceftum's 'Accessible for all' campaign helped us to continue the growth trajectory and reach more patients.

## Paediatric Vaccines: Resilient growth

Your company's Paediatric Vaccines division demonstrated resilience throughout the year. Driven by science-led engagement with healthcare professionals (HCPs) and robust disease awareness campaigns, your company continued to maintain the No.1 position in the private vaccines market with over 24% market share.

## Shingrix: Innovating for tomorrow

During the year, your company introduced Shingrix, a vaccine for the prevention of Shingles (Herpes Zoster) and post-herpetic neuralgia (PHN) in adults aged 50 and above, creating a new category in adult immunisation. The launch of Shingrix marks a significant milestone, addressing unmet needs in adult immunisation and exemplifying our commitment to preventive healthcare. We remain committed to new category development to make a positive impact to the lives of the patients in India.

## Specialty segment: Gaining momentum

Your company's Specialty segment, led by Nucala and Trelegy, has redefined patient care and treatment optimization, setting new standards in the industry. Our collaborative efforts with healthcare professionals have led to improved treatment outcomes for severe asthma patients. The success of Trelegy underscores your company's commitment

to providing differentiated care, further solidifying our position as a trusted partner in specialty healthcare.

Before I conclude, I would like to thank every employee of your company and express my gratitude to all our stakeholders for their unwavering faith in our vision and purpose. Your company will continue to drive operational efficiency and explore new innovative solutions including Omnichannel Strategy to expand reach and coverage to the target segments. I remain optimistic for the future and excited by what we can achieve, to get ahead of disease, together.

**Bhushan Akshikar**  
Managing Director

## Who we are

GlaxoSmithKline Pharmaceuticals Limited, a subsidiary of UK-based GSK plc, a leading global biopharma company, with a purpose to unite science, talent and technology to get ahead of disease together. With a history spanning nearly a century, GlaxoSmithKline Pharmaceuticals Limited has established a rich legacy in India.



Purpose



Unite science, technology and talent to get ahead of disease together



Culture



Culture at GSK is something we all own. It powers our purpose, drives the delivery of our strategy and helps make GSK a place where people can thrive. Our culture of being ambitious for patients, accountable for impact and doing the right thing are the foundations for how, together, we will deliver for our people, patients and stakeholders.



Strategy



We aim to positively impact the health of 2.5 billion people by the end of 2030. Our bold ambitions for patients are reflected in commitments to help prevent and treat disease with our general medicines, specialty and vaccines to drive growth and a step-change in performance

## Our footprint

Over **3,200** workforce in India

**1 manufacturing facility** in Nashik, Maharashtra

**20 Contact Manufacturing Organisations** (CMOs) across India

**#1**

in vaccines private market

**#1**

in dermatology segment

**7 brands** in the top 100 of the Indian Pharmaceuticals Market (IPM)

**~10,000+** distinct towns and cities covered

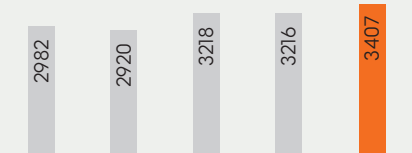
**Over 200 million** patients served in India, during the reporting period

# Financial and Operational performance snapshot

## Revenue from operations

(₹ in crore)

₹ 3407 crore

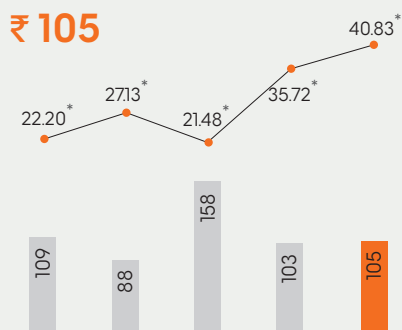


2019-20 2020-21 2021-22 2022-23 2023-24

Revenue from operations reflects revenue from operations for continuing operations only. All prior years have been recasted to reflect the same.

## Earnings per share (EPS) and Book value per share (₹)

₹ 105



2019-20 2020-21 2021-22 2022-23 2023-24

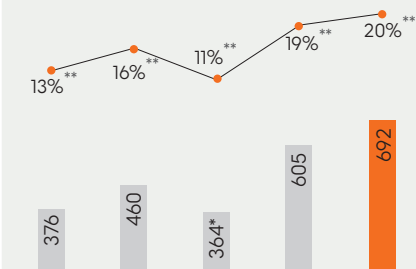
—●— Earnings per share (EPS)  
 ■ Book value per share

Earning per share reflects earning per share (excl. exceptional items) for continuing operations only. All prior years have been recasted to reflect the same.

\*After considering exceptional items, Earnings per equity share for the period 2023-24 would be 34.51, 2022-23 would be Rs. 35.70, 2021-22 would be Rs. 22.23, 2020-21 would be Rs. 16.92 and 2019-20 would be Rs. 2.01 respectively.

## Net Profit (Excl. Exceptional Items) and % to Revenue from Operations

₹ 692 crore



2019-20 2020-21 2021-22 2022-23 2023-24

—●— % Revenue from Operations  
 ■ Net Profit (Excl. Exceptional Items) for the Period (₹ in crore)

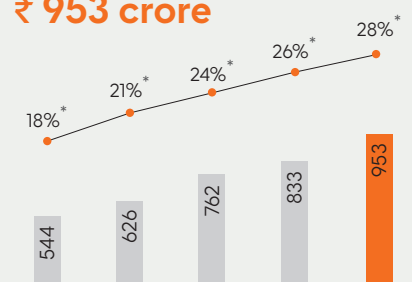
Net profit (excl. exceptional items) reflects Net profit (excl. exceptional items) for continuing operations only. All prior years have been recasted to reflect the same.

\*Net profit excluding the impact of tax adjustment of prior years would be 552 cr.

\*\*After considering exceptional items, the net profit for the period 2023-24 would be 17%, 2022-23 would be 19%, 2021-22 would be 12%, 2020-21 would be 10%, and 2019-20 would be 1% respectively.

## Profit Before Tax (Excl. Exceptional Items) and % to Revenue from Operations

₹ 953 crore



2019-20 2020-21 2021-22 2022-23 2023-24

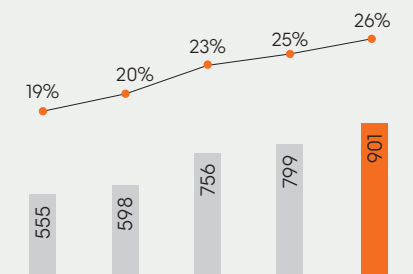
—●— % Revenue from Operations  
 ■ Profit Before Tax (Excl. Exceptional Items) for the Period (₹ in crore)

Profit before tax (excl. exceptional items) reflects profit before tax (excl. exceptional items) for continuing operations only. All prior years have been recasted to reflect the same.

\*After considering exceptional items, the profit before tax % for the period 2023-24 would be 24%, 2022-23 would be 26%, 2021-22 would be 24%, 2020-21 would be 16% and 2019-20 would be 7% respectively

## EBITDA and % to Revenue from Operations

₹ 901 crore



2019-20 2020-21 2021-22 2022-23 2023-24

—●— % Revenue from Operations  
 ■ EBITDA (₹ in crore)

EBITDA reflects EBITDA for continuing operations only. All prior years have been recasted to reflect the same.

## Utilisation of income



■ Contribution to Exchequer 6%  
 ■ Surplus retained in business or attributable towards dividends 17%  
 ■ Exceptional items (net) 4%  
 ■ Materials 36%  
 ■ Depreciation 2%  
 ■ Operating Expenses 35%

# Business portfolio

Your company's product portfolio comprises a broad range of General Medicines which includes anti-infectives, pain management, vitamins minerals nutritionals, hormones, dermatologicals, respiratory and Vaccines for adults and children.

## Anti-Infectives

82 Mn

Patients were positively impacted through our anti-infectives portfolio.

Augmentin

Ceftum



## Pain Management

104 Mn

Patients relied on Calpol as their preferred choice for managing fever and pain.

Calpol and Calpol T



## Respiratory

~60,000

Patients suffering from asthma and COPD positively impacted through our respiratory portfolio.

Nucala

Trelegy

Seretide



## Dermatologicals

20.3 Mn

Patients treated for their skin conditions through our extensive range of dermatological products.



## Vitamins Minerals Nutritional

10.4 Mn

Patients touched annually with our vitamin and calcium range.

CobadexCZS

CCM



## Hormones

8.6 Mn

Patients have been supported in their hypothyroidism treatment through Eltroxin.

Eltroxin



## Vaccines

3.5 Mn

Adults and children vaccinated for Vaccine Preventable Diseases.

Shingrix

Havrix

Fluarix Tetra

Varilrix



Infanrix Hexa

Synflorix

Menveo

Boostrix



# Board of Directors



Left to Right

**Dr. (Ms.) S. Maheshwari** (Independent Director), **S. Williams** (Non-Executive Director), **A.N. Roy** (Independent Director), **P. V. Bhide** (Independent Director), **D. Sundaram** (Independent Director), **Ms. R. S. Karnad** (Chairperson), **B. Akshikar** (Managing Director), **J. Chandy** (Whole-time Director and Chief Financial Officer), **M. Anand** (Independent Director)

## Board Committees

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee

**R. S. Karnad**



**D. Sundaram**



**A. N. Roy**



**S. Maheshwari**



**P. V. Bhide**



**M. Anand**



**B. Akshikar**



## Leadership team



Left to Right

(Standing)

**R. D'Souza** (Executive Vice President - Communications and Government Affairs), **O. Parnandiwar** (Vice President - Omnichannel), **U. Singh** (Executive Vice President - General Medicines), **Ms. S. Mitra** (Vice President - Paediatric Vaccines), **Dr. (Ms.) R Hegde** (Executive Vice President - Medical Affairs), **Ms. S. Sohal** (Vice President - Ethics and Compliance), **A. Nadkarni** (Vice President - Real Estate, Administration and Company Secretary), **A. Pandey** (Executive Vice President - Legal), **S. Mukherjee** (Executive Vice President - Adult Vaccines), **R. Manchanda** (Vice President - Customer Supply Chain)

(Sitting)

**C. Sharma** (Executive Vice President - Human Resources), **Ms. S. Choudhary** (Executive Vice President - Regulatory Affairs), **B. Akshikar** (Managing Director), **Ms. A. Rajput** (Vice President - Technology), **J. Chandy** (Whole-time Director and Chief Financial Officer)

## Community empowerment

Your company actively engages in corporate social responsibility (CSR) initiatives to address specified national objectives and assist people from underserved communities. Through its concerted efforts, it aims to contribute positively to society and create lasting social impact.

Your company works with its partners to address specific national health priorities aligned with select UN Sustainable Development Goals (SDGs). These programmes focus on healthcare and education, contributing to nation-building.

One of the key initiatives is supporting meritorious students from underserved backgrounds to pursue their education in Medicine. Additionally, we are working

towards eliminating lymphatic filariasis, contributing to digital learning initiatives and focusing on child nutrition under the National Urban Health Mission (NUHM).

To further enhance our efforts towards social benefit, we have a volunteering programme where volunteers contribute to various social causes, including mentoring students studying Medicine in government colleges.

**35,500+**

beneficiaries\*

**44.5 million**

albendazole tablets contributed

**10,700+**

volunteering hours\*

+Page 46 of the report Read more about our education and healthcare initiatives.



\*Source: Internal data



# Recognitions that Inspire

Recognised as  
**'Top 24 Employers  
of the Future 2023'**  
by Fortune India and  
Work Universe

Accredited for Inclusive  
Practices by the  
**Great Place to  
Work Institute**

**Second Runner-Up** in  
the **'Best Employer for  
Women'** category at the  
**ASSOCHAM** awards

Recognised as  
**'Progressive Places  
to Work 2023'** by  
Economic Times (ET)  
Now

Recognised as one  
of the **Top 100  
companies** in India  
for Women by Avtar &  
Seramount Study

Recognised as  
**'Best Organisations  
for Women 2024'** by  
Economic Times (ET)  
Now

Recognised as **'Supply  
Chain Champion in the  
Pharmaceutical Sector'**  
by the Institute of Supply  
Chain Management

Awarded the  
**'Best Education  
Initiative of the year  
2024'** at the Indian  
CSR Awards 2024

Conferred Bronze award in  
**'CSR Women and Child  
Health'** category at 7th  
edition of the CSR Health  
Impact award 2023

GSK India awarded  
**'Sustainability  
Excellence Award'**  
at the OPPI Annual  
Awards 2023-24

GSK India awarded the  
**'OPPI Marketing  
Excellence Awards -  
Existing Pharma'** Product  
for Augmentin at the OPPI  
Annual Awards 2023-24

GSK India recognised  
as the **'Runner-Up  
in Healthcare  
Communications'** at  
the OPPI Annual Day  
Awards 2023-24

# Performance summary

(₹ in lakhs)

	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	15 Months Ended March 2015
	(Refer Note 1)	(Refer Note 1)	(Refer Note 1)	(Refer Note 1)						(Refer Note 4)
<b>PROFIT AND LOSS ACCOUNT</b>										
Revenue from Operations	3407,25	3216,34	3217,51	2920,48	3224,68	3128,53	2895,88	2994,51	2826,21	3362,36
Profit before exceptional items and tax	952,65	833,36	761,87	625,83	646,99	658,82	523,78	465,35	573,63	766,84
Exceptional items	(143,62)	(97)	11,58	(172,60)	(324,49)	4,89	17,80	45,73	2,31	(51,88)
Profit Before Tax	809,04	832,39	773,44	453,23	322,50	663,71	541,58	511,08	575,94	714,96
Profit for the Period	584,69	604,71	376,58	286,69	110,05	425,36	351,98	336,78	374,53	449,90
<b>BALANCE SHEET</b>										
Equity share capital	169,41	169,41	169,41	169,41	169,41	169,41	84,70	84,70	84,70	84,70
Other Equity	1614,68	1583,59	2508,21	1327,71	1670,63	1973,01	1995,25	1943,51	2119,94	2382,38
Borrowings	-	-	-	2	18	58	99	1,60	2,37	2,48
	<b>1784,09</b>	<b>1753,00</b>	<b>2677,62</b>	<b>1497,14</b>	<b>1840,22</b>	<b>2143,00</b>	<b>2080,94</b>	<b>2029,81</b>	<b>2207,02</b>	<b>2469,57</b>
Property, Plant and Equipment, Intangible Assets and CWIP	334,29	349,21	359,94	398,77	876,71	1432,63	1245,71	858,17	471,71	238,28
Investments including investment properties	25,39	25,53	25,68	25,82	25,97	26,17	49,43	52,99	53,63	53,80
Deferred tax assets (net)	145,95	133,18	112,78	101,67	108,85	60,48	103,05	91,31	100,81	94,83
Net Assets (Current and Non-Current)	1278,46	1245,08	2179,22	970,88	828,69	623,72	682,75	1027,33	1580,87	2082,65
	<b>1784,09</b>	<b>1753,00</b>	<b>2677,62</b>	<b>1497,14</b>	<b>1840,22</b>	<b>2143,00</b>	<b>2080,94</b>	<b>2029,81</b>	<b>2207,02</b>	<b>2469,57</b>
<b>OTHER KEY DATA</b>										
Equity Share of Rs.10/- each										
Dividend	32.00	32.00	30.00	30.00	20.00	20.00	17.50	15.00	25.00	31.25
Special Additional Dividend	-	-	60.00	-	20.00	-	-	-	-	-
Total Dividend (Refer Note 2)	32.00	32.00	90.00	30.00	40.00	20.00	17.50	15.00	25.00	31.25
Earnings per equity share (Refer Note 2 and Note 3)	34.51	35.88	99.79	21.11	6.50	25.11	20.78	19.88	22.11	26.56
Book Value (Refer Note 2)	105.31	103.48	158.06	88.37	108.62	126.46	122.78	119.72	130.14	145.63
Number of employees	<b>3211</b>	<b>3680</b>	<b>3840</b>	<b>4323</b>	<b>4364</b>	<b>4960</b>	<b>4620</b>	<b>4697</b>	<b>4611</b>	<b>4657</b>

All the periods presented are prepared in accordance with Indian Accounting Standards ("Ind-AS")

## NOTES :-

- The profit and loss statement for the period ended 2023-24, 2022-23 and 2021-22 represents continuing operations of the business and 2020-21 have been recasted to reflect the same in accordance with the requirements of Ind AS105 consequent to the sale of certain brands and other identified assets. Hence they are not comparable with prior years.
- Dividend, Earning per equity share and Book Value have been retrospectively adjusted for September 2018 bonus issue for all the prior years.
- Earning per equity share for continuing and discontinued operations, without considering exceptional items for the period 2023-24, 2022-23, 2021-22, 2020-21 and 2019-20 would be ₹ 40.83, ₹ 35.90, ₹ 99.05, ₹ 31.32 and ₹ 26.69 respectively.
- The accounting year of the company has been changed from January - December to April - March with effect from March 2015. Consequently, financial statements from 1 January, 2014 to 31 March, 2015 are for 15 months.

# Notice

NOTICE IS HEREBY GIVEN THAT the Ninety-Ninth Annual General Meeting of GlaxoSmithKline Pharmaceuticals Limited will be held on **Friday, 28 June 2024 at 11.00 a.m.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

## ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31 March 2024 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare ₹ 32 per share Dividend on Equity Shares for the financial year ended 31 March 2024.
3. To appoint a Director in place of Mr. Subesh Williams (DIN: 07786724), who retires by rotation and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS

4. **Appointment of Ms. Renu Sud Karnad as Non- Executive Director (DIN: 00008064)**

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

**Resolved That** pursuant to clause 17 (1D) and other applicable provisions of the Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") and applicable provisions of the Companies Act, 2013, the continuation of Ms. Renu Sud Karnad (DIN: 00008064) as Non-Executive Director (not liable to retire by rotation) of the Company as on 31 March 2024 and beyond, be and is hereby approved.

5. **Ratification of Remuneration to Cost Auditor**

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 other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to R. Nanabhoy & Company, Cost Accountants having Firm Registration No. 007464 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the year ending 31 March 2024, amounting

to ₹ 7.35 lakhs plus payment of taxes as applicable and re-imbursement of out-of-pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.

## NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020 & 13 January 2021, 5 May 2022, 28 December 2022 and 25 September 2023 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 & 5 of the Notice, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are given in Corporate Governance Report.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Corporate Members intending to send their authorized representatives to attend the Meeting through VC, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with the specimen signature(s) of their representative(s) who are authorized to attend and vote on their behalf at the Meeting.
5. The Company has fixed Friday, 31 May 2024 as the Record Date for determining entitlement of members to final dividend for the financial year ended 31 March 2024, if approved at the AGM.

6. If the Dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made as under:
  - To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Friday, 31 May 2024;
  - To all Members in respect of shares held in physical form as of the close of business hours on Friday, 31 May 2024.
7. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to KFin Technologies Limited ('KFin'), Registrars & Share Transfer Agents of the Company quoting their Folio number/ DP ID-Client ID.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company's Registrars and Transfer Agents, KFin Technologies Limited in case the shares are held by them in physical quoting, their Folio Number.
9. Members holding shares in the same name or in the identical order of names but in multiple Foliros, are requested to send to the Company or KFin, the details of such folios together with the share certificates for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
10. Members are advised to register the nomination in respect of their shareholding in the Company. Nomination Form (SH-13) is displayed on the Company's website and can be accessed at link [www.gsk-india.com/investors](http://www.gsk-india.com/investors).
11. In case of joint holders, attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.
12. Pursuant to the provisions of Section 124(5) of the Act the dividend which remains unclaimed / unpaid for a period of seven years from the date of transfer to the unpaid dividend account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. During the financial year, the dividend declared by the Company in respect of the financial year ended 31 March 2016, which is unclaimed, has been transferred to IEPF. Members who have not encashed their dividend warrants for subsequent period are requested to encash the same immediately.
13. 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 Members for seven consecutive years or more to the demat account of the IEPF Authority.
 

The Members / claimants whose shares, unclaimed dividend, etc. have been transferred to the Fund may claim the shares by making an application to IEPF Authority in Form IEPF-5 (available on [www.iepf.gov.in](http://www.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.
14. Action required to be taken by the members in case of non-receipt/ non-encashment of dividends:
 

In case of non-receipt/ non-encashment of dividend warrants, members are requested to correspond with the Company's Registered Office / the Registrar and Share Transfer Agent to claim the dividend before the due date shown hereunder.

Dividend	Financial Year	Dividend Declaration Date	Rate of Dividend per share (₹)	Due date for transfer to IEPF
70 Dividend	2016-2017	26/July/2017	30	30 August 2024
71 Dividend	2017-2018	25/July/2018	35	29 August 2025
72 Dividend	2018-2019	23/July/2019	20	27 August 2026
73 Dividend	2019-2020	27/July/2020	40	1 September 2027
74 Dividend	2020-2021	27/July/2021	30	31 August 2028
75 Dividend	2021-2022	26/July/2022	90	31 August 2029
76 Dividend	2022-2023	26/July/2023	32	31 August 2030

Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

The Ministry of Corporate Affairs has undertaken a “Green Initiative in Corporate Governance” and allowed companies to share documents with its Members through the electronic mode. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12 May, 2020, 15 January, 2021, 13 May, 2022, 28 December 2022, 5 January 2023 and 7 October 2023, the Notice of the AGM along with the Annual Report 2023 -24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2023 -24 will also be available on the Company’s website (<https://india-pharma.gsk.com/en-in/investors/shareholder-information/>), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Members are requested to support this Green Initiative by registering/updating their e-mail addresses for receiving electronic communications.

Dematerialized Holding	Register/update the details in your demat account, as per process advised by your Depository Participant (DP).
Physical Holding	Register/update the details in prescribed Form ISR-1 and other relevant forms with Registrar and Transfer Agents of the Company, KFin Technologies Limited at <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>  Member may download prescribed forms from the Company’s website at <a href="https://india-pharma.gsk.com/en-in/investors/shareholder-information/download-forms/">https://india-pharma.gsk.com/en-in/investors/shareholder-information/download-forms/</a>

**15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market.**

Members holding shares in electronic form are, accordingly, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Company.

16. Members who have not registered / updated their email addresses with KFin Technologies Limited, if shares are held in physical mode or with their DPs, if shares are held in electronic mode, are requested to do so for receiving all future communications from Company including Annual Reports, Notices, Circulars etc. electronically.

17. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3 November 2021. The aforesaid communication is also intimated to the stock exchanges and available on the website of the Company. Attention of the Members holding shares of the Company in physical form is invited to go through the said important communication under the weblink at <https://india-pharma.gsk.com/en-in/investors/shareholder-information/download-forms/>.

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25 January 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company’s website under the weblink at <https://india-pharma.gsk.com/en-in/investors/shareholder-information/download-forms/>.

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3 November 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated 14 December 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 16 March 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 17 November 2023) has mandated that with effect from 1 April 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf).

18. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

19. Queries on accounts and operations of the Company, if any, may please be sent to the Company on [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com) seven days in advance of the Meeting so that the reply can be made available at the Meeting.
20. The documents pertaining to the items of business to be transacted at the AGM and the statutory registers are available for inspection. The Members may write an e-mail to [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com) by mentioning "Request for Inspection" in the subject of the email.
21. SEBI vide circular nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31 July 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 4 August 2023, read with master circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31 July 2023 (updated as on 11 August 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievance with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://india-pharma.gsk.com/en-in/investors/shareholder-information/investors-grievances/>.
22. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Members w.e.f. 1 April 2020 and the Company is required to deduct tax at source from dividend paid to Members at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2020 and amendments thereof. The Members are requested to update their PAN with the Company / KFin (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) by 11:59 p.m. IST on or before Friday, 7 June, 2024. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident Members can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). The aforesaid declarations and documents need to be submitted by the Members by 11:59 p.m. IST on Friday, 7 June, 2024.

## 23. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the Secretarial Standards on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote at the 99 Annual General Meeting (AGM) by electronic means (remote e-voting) and the business may be transacted through e-voting Services provided by NSDL.

The facility for voting, through electronic voting system shall also be made available at the AGM and members attending the meeting through VC/OAVM who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.

- i. The Members who have already cast their vote by remote e-voting prior to the AGM would be entitled to attend the AGM through VC/OAVM but shall not be entitled to vote at the meeting.
- ii. The Remote e-voting period commences from 9.00 a.m. on Tuesday, 25 June 2024 and ends at 5.00 p.m. on Thursday, 27 June 2024. During this period, the members of the Company, holding shares either in physical form or in demat form, as on the cut-off date of Friday, 21 June 2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he / she shall not be allowed to change it subsequently or cast vote again.
- iii. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, 21 June 2024. 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 as well as voting at the meeting. The members who have not cast vote through remote e-voting shall be entitled to vote at the meeting.

Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at <https://www.evoting.nsdl.com/>.

- iv. Mr. P. N. Parikh (Membership No. FCS 327) and failing him Ms. Jigyasa N. Ved (Membership No. FCS 6488) and failing her Mr. Mitesh Dhabliwala (Membership No. FCS 8331) of Parikh & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting, as also the voting at the AGM in a fair and transparent manner.
- v. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM and votes cast through remote e-voting and make not later than 48 hours of the conclusion of the meeting, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- vi. The results will be declared at the Registered Office of the Company situated at GlaxoSmithKline Pharmaceuticals Limited, GSK House, Dr. Annie Besant Road, Worli, Mumbai 400030 and the Resolutions will be taken as passed effectively on the date of Annual General Meeting. The said results along with the Scrutinizer’s Report shall be placed on the Company’s website <https://india-pharma.gsk.com/en-in/> and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the result is declared. The Company shall simultaneously

forward the results to BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”), where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.

**Instructions for Remote e-voting:**

Members are requested to follow the instructions given below before they cast their vote through e-voting:

Voting through electronic means.

The procedure and instructions for e-voting are as follows:

**Step 1 : Access to NSDL e-voting system**

**A) Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated 9 December 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 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"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDeAS’</b> 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 <b>“Access to e-voting”</b> under e-voting services and you will be able to see e-voting page. Click on Company name or <b>e-voting service provider i.e. NSDL</b> and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon <b>“Login”</b> 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 hold 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 <b>e-voting service provider i.e. NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

Type of shareholders	Login Method
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- Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-voting service provider</b> i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Alternatively, the user can directly access e-voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-voting is in progress.</li> </ol>
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Individual Shareholders (holding securities in dem at 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 or joining virtual meeting & voting during the meeting.
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**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 website](http://www.cdslindia.com).

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or contact at no.: 022-4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-voting and joining virtual meeting 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?**

- Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.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.



3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below :

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***.

5. 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.**

6. 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

### Step 2: Cast your vote electronically and join meeting on NSDL e-voting system.

#### How to cast your vote electronically and join meeting on NSDL e-voting system?

1. 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 and General Meeting is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "join meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. 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.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. 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 [cs@parikhassociates.com](mailto:cs@parikhassociates.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
2. 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](http://www.evoting.nsdl.com) to reset the password.
3. 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](http://www.evoting.nsdl.com) or call on toll free no.: 022-4886 7000 or send a request at [evoting@nsdl.com](mailto: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:

1. 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 [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master list or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com). If you are an Individual shareholder 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user ID and password for e-voting by providing above mentioned documents.
4. 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.

### THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. 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 in point 3 for Instructions for Members for Attending the AGM through VC/OAVM.

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. 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.

2. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
3. Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com)/022-4886 7000 or contact Mr. Amit Vishal, Senior Manager – NSDL at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in)/022-4886 7000 / +91 9920264780.
4. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com) from Monday, 17 June 2024 (9:00 a.m. IST) to Friday, 21 June, 2024 (5:00 p.m. IST).

Those Members who have registered themselves as speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**By Order of the Board of Directors**

**A. Nadkarni**

Company Secretary  
FCS 10460

Mumbai, 17 May 2024

Registered Office:

GSK House, Dr. Annie Besant Road,  
Worli, Mumbai 400 030.

## Explanatory Statement pursuant to Section 102 of Companies Act, 2013

### Item No. 4

As per newly inserted clause 17 (1D) of SEBI Listing Regulations, with effect from 1 April 2024, the continuation of a director, other than, Managing Director, Whole time Director, Manager, Independent Director or a Director retiring by rotation etc., serving on the Board of Directors of a listed entity shall be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of his appointment or reappointment as the case may be. Continuation of the Director serving on the Board of Directors of a listed entity as on 31 March 2024 without approval of the shareholders for the last five years or more shall be subject to the approval of the shareholders in the first general meeting to be held after 31 March 2024.

Ms. Renu Sud Karnad was appointed, as a Non-Executive and Non-retiring Nominee Director of GSK Plc with effect from 1 April, 2019. The Board considers the continuation of Ms. Renu Sud Karnad will be in the best interest of the Company. In terms of the compliance of the aforesaid new regulation, the resolution at Item No. 4 of the notice is proposed for approval by the members for her continuation as Non-Executive Director of the Company.

The profile and specific areas of expertise of Ms. Renu Sud Karnad and other relevant information as required under SEBI Listing Regulations and Secretarial Standards are provided in the Corporate Governance Report.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Ms. Renu Sud Karnad are, in any way, concerned or interested, in the Ordinary Resolution set out in Item No. 4 of the Notice.

The Board of Directors recommend the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

### Item No. 5.

The Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment and remuneration of R. Nanabhoy & Company, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ended 31 March 2024. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested in the said Resolution.

The Board of Directors recommend the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

**By Order of the Board of Directors**

**A. Nadkarni**

Company Secretary  
FCS 10460

Mumbai, 17 May 2024

Registered Office:  
GSK House, Dr. Annie Besant Road,  
Worli, Mumbai 400 030.

# Directors' Report

The Directors of your Company are pleased to share their Report for the year ended 31 March 2024.

Financial Results for the year ended 31 March 2024

Year	(₹ in crores)	
	2023-2024	2022-2023
Continuing Operations:		
Revenue from operations	3407	3216
Other income	124	102
Total income	3531	3318
Profit before exceptional items and tax	953	833
Less : Exceptional items	(144)	(1)
Profit before tax	809	832
Less: Income tax expenses	(224)	(227)
Profit for the year from continuing operations	585	605
Discontinued Operations:		
Profit from discontinued operations	-	4
Less: Tax expense on discontinued operations	-	(1)
Profit from discontinued operations after tax	-	3
Profit for the year	585	608

## 2. Dividend

Your Directors' are pleased to recommend a dividend of ₹ 32 per equity share for the year. This dividend for the year ended 31 March 2024 is subject to the approval of Members at the Annual General Meeting on 28 June 2024 and will be paid on or after 1 July 2024. If approved by the Members at the Annual General Meeting, the dividend will absorb ₹ 542 crores. The Board of Directors of your Company had approved the Dividend Distribution Policy on 27 October 2016, and it is available on the Company's website (<https://india-pharma.gsk.com/media/6486/dividend-distribution-policy.pdf>)

## 3. Management Discussion and Analysis

As required by Regulation 34(2) of the Listing Regulations, a Management Discussion and Analysis Report given in **Annexure 'A'**, forms a part of this Report. The state of the affairs of the business along with the financial and operational developments has been discussed in detail in the Management Discussion and Analysis Report.

## 4. Directors

As per the provisions under Section 149 of the Companies Act, 2013, the Board and Members have approved the appointment of all the existing Independent Directors viz.

Mr. P. V. Bhide, Mr. A. N. Roy and Mr. D. Sundaram for second term of five years from 30 March 2020 and Dr. (Ms.) S. Maheshwari for a first term of five years from 18 May 2020 and Mr. M. Anand for a first term of five years from 16 May 2022.

The Independent Directors have submitted the Declaration of Independence, as required pursuant to Section 149 (7) of the Companies Act, 2013, stating that they meet the criteria of Independence as provided in sub-section (6).

During the year ended 31 March 2024, Six Board & Four Audit Committee Meetings were held, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

## 5. Remuneration Policy and Board Evaluation

In compliance with the provisions of the Companies Act, 2013 and Regulation 27 of the Listing Obligations & Disclosures Regulations (LODR), the Board of Directors on the recommendation of the Nomination & Remuneration Committee, adopted a Policy on remuneration of Directors and Senior Management. The Remuneration Policy is stated in the Corporate Governance Report. Performance evaluation of the Board was carried out during the period under review. The details are given in the Corporate Governance Report.

## 6. Familiarization programmes for the Independent Directors

In Compliance with the provisions of LODR, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their role, rights and responsibilities as Directors, the working of the Company, nature of the industry in which the Company operates, business model, etc. It is also available on the Company website: <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies>

## 7. Particulars of Contracts and Related Party Transactions (RPT)

In line with the requirements of the Companies Act, 2013 and LODR, your Company has formulated a policy on RPT. All RPTs entered into, during the year ended, were on arm's length basis and were in ordinary course of business. There were no materially significant RPTs with the Promoters, Directors or Key Managerial Personnel which may have a potential conflict of interest of the Company at large. The Policy of RPTs can be accessed on the Company website: <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies>.

All RPTs are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for RPTs on a quarterly basis for transactions which are of repetitive nature and / or entered in the ordinary course of business and are at arm's length. All RPTs are subject to independent review by a reputed accounting firm to establish compliance with the requirements of RPTs under the Companies Act, 2013 and LODR.

## 8. 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 explanations relating to material departures, if any;
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31 March 2024 and of the profit of the Company for the year ended on that date;
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (iv) that the Directors have prepared the annual accounts on a going concern basis;
- (v) that proper internal financial controls laid down by the Directors were followed by the Company and such internal financial controls are adequate and were operating effectively and;
- (vi) that proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and were operating effectively.

## 9. Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2024 is available on the Company's website (<https://india-pharma.gsk.com/en-in/investors/shareholder-information/annual-return/>).

## 10. Business Responsibility and Sustainability Reporting (BRSR) & Corporate Governance

A report on Business Responsibility and Sustainability Reporting (BRSR), describing the initiatives taken by your Company from an Environment, Social, and Governance (ESG) responsibilities is available on the Company's website <https://india-pharma.gsk.com/en-in/investors/annual-reports/>. Your Company is part of the GSK plc group and conforms to norms of Corporate Governance adopted by them. As a Listed Company, necessary measures are taken to comply with the Listing Obligations & Disclosures Regulations, 2015 (LODR) with the Stock Exchanges. A report on Corporate Governance, along with a certificate of compliance from the Auditors, given in **Annexure 'B'**, forms a part of this Report.

Your Company's Corporate Social Responsibility (CSR) policy can be accessed on your Company's website ([https://india-pharma.gsk.com/media/6492/csr-policy\\_revised-310715.pdf](https://india-pharma.gsk.com/media/6492/csr-policy_revised-310715.pdf)). A detailed report on the CSR programmes undertaken during the year is provided in **Annexure 'C'** to the Directors' Report of this Annual Report.

As per the provisions of Section 139 of the Companies Act, 2013, Deloitte Haskins and Sells LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company for a second term of five years at the 97 Annual General Meeting held on 27 July 2022 to hold office from the conclusion of the said Meeting till the conclusion of the 102 Annual General Meeting to be held in 2027 on a remuneration to be determined by the Board of Directors.

Pursuant to the provisions of Section 204 of the Act, and the Rules made there under, the Company has appointed Parikh & Associates, Practising Company Secretaries, to undertake Secretarial Audit of the Company for the financial year

31 March 2024. The Report of the Secretarial Auditor is annexed to the Board Report as **Annexure 'D'** which forms a part of this Report. The Secretarial Audit Report does not contain any qualification, reservation, or adverse remark.

Pursuant to Section 148 of the Companies Act, 2013, the Board of Directors on the recommendation of Audit Committee have appointed R. Nanabhoy & Co., Cost Accountants for conducting the audit of the cost accounting records maintained by the Company for its Formulations for the year 2024-2025. The Committee recommended ratification of remuneration for year 2023-24 to the Members of the Company at the ensuing Annual General Meeting.

### 11. Transfer of Equity Shares Unpaid/Unclaimed Dividend to the Investor Education Protection Fund (IEPF)

In line with the statutory requirements, equity shares in respect of which dividend had remained unpaid/ unclaimed for a period of seven consecutive years have been transferred by Company to the Investor Education and Protection Fund (IEPF) set up by the Government of India, within the timelines laid down by the MCA. Unpaid/unclaimed dividend for seven years or more has also been transferred to the IEPF pursuant to the requirements under the Act.

### 12. Compliance with Secretarial Standards

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

### 13. General

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated in Section 134(3) M of the Companies Act, 2013, and the rules framed there under is attached herewith as **Annexure 'E'** which forms a part of this Report. The Disclosures pertaining to the remuneration and other details as required under Section 197(12) of the Companies Act, 2013 and the rules made thereunder is enclosed as **Annexure 'F'**

which forms a part of this Report. Pursuant to Section 129(3) of the Companies Act, 2013, a statement in form '**AOC-I'** containing salient features of the Financial Statements of the Subsidiary Company is attached.

Although the audited statements of accounts, relating to Company's subsidiary is no longer required to be attached to the Company's Annual Report, the same is enclosed as and in way of better disclosure practice.

The information relating to top ten employees in terms of remuneration and employees who were in receipt of remuneration of not less than ₹ 1.02 cores during the year or ₹ 8.5 lakhs per month during any part of the year forms part of this report and will be provided to any Shareholder on a written request to the Company Secretary. In terms of Section 136 of the Act, the said report will be available for inspection of the Members at the registered office of the Company during the business hours on working day of the Company upto date of Annual General Meeting and through electronic mode. The Members may write an email to [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com) by mentioning "Request for Inspection" in the subject of the email.

### 14. Acknowledgments

The Directors expressed their appreciation for the contribution made by the employees to the significant improvement in the operations of the Company and for the support received from all other Stakeholders, including Members, Doctors, Medical Professionals, Customers, Suppliers, Business Partners, and the Government.

The Board and the Management of your Company are indeed appreciative of the substantial support being received from GSK Plc, the parent organization, in providing new healthcare solutions which are products of its discovery labs and the technology improvements which benefits your Company immensely.

**On behalf of the Board of Directors**

**Ms. R. S. Karnad**  
Chairperson

Mumbai, 17 May 2024

# Management discussion and analysis

## Indian economic overview

As one of the fastest-growing major economies in the world, India has recorded a GDP growth of 7.6%\* in FY 2023-24, owing to a strong rebound in economic activity. Rising disposable income levels have led to a notable enhancement in private consumption and spending, effectively insulating the economy from global fluctuations.

This trend is evident in the consecutive monthly growth of GST collections, accompanied by sustained optimism in business sentiment. The government is also introducing positive changes in domains including banking, taxation management and digital and physical infrastructure, to make the business environment more conducive and attract investors.

While traditionally economic growth in India has been concentrated in certain areas, but things are changing and India's economic growth is becoming more geographically spread out. While key metropolitan centres continue to hold strategic importance, a new wave of economic hubs is rising to prominence. This diversification fosters a ripple effect, disseminating development opportunities

to a wider range of regions. Recognising the potential for inclusive growth, the government has implemented a strategic focus on tier 2 and 3 cities. By prioritising infrastructure development and industrial initiatives in these smaller centres the government is fostering job creation and attracting businesses. This targeted investment serves as a potent catalyst, propelling the economic trajectory of these localities. Furthermore, enhanced connectivity is playing an important role in this economic transformation. Strategic investments in highways, railways, and airports are streamlining the movement of goods and people across the nation. This improved logistical network not only benefits urban centres but also serves to revitalise rural areas, ensuring a more inclusive distribution of economic benefits.

\*<https://pib.gov.in/PressReleasePage.aspx?PRID=2010223>





This trend towards more balanced geographical growth is a positive sign for India's future.

Going forward, India's growth is expected to remain strong, supported by improving macroeconomic factors and country's

robust internal financial stability. India's economy is set to grow more than 7% in FY 2024-25. Currently among the top five economies globally, in the next three years, the country is expected to become the third-largest economy in the world, with a GDP of \$5 trillion. Moreover, according to

projections by the International Monetary Fund (IMF), India's contribution to global growth will be around 18% by FY 2027-28; backed largely by robust domestic demand.



# Industry overview

## Indian pharmaceutical sector

The Indian pharmaceutical industry is the 3rd largest pharmaceutical industry in the world by volume. Domestic formulations form 50% of the Indian Pharmaceutical Industry.

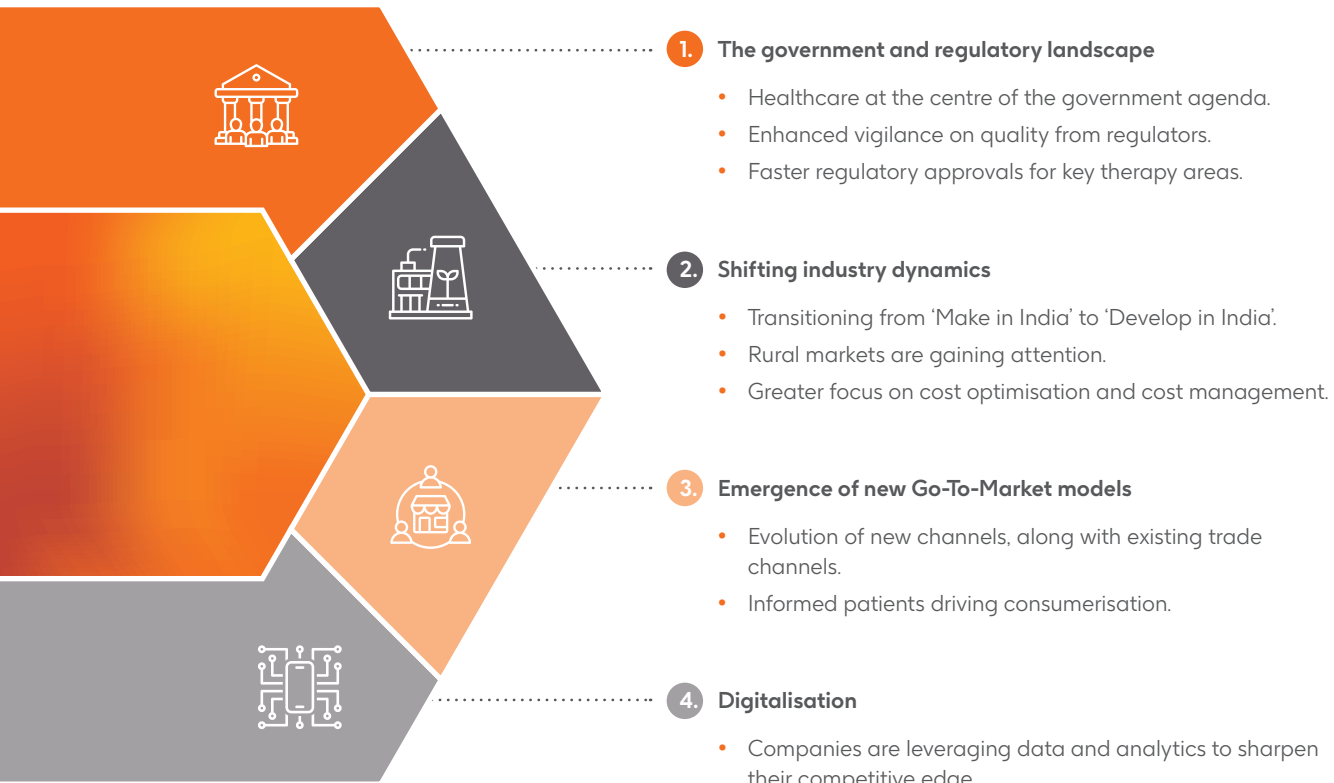
The domestic industry is expected to keep growing, driven by a growing population with rising incomes and a greater need for preventive healthcare due to a changing demographic, increased

awareness of chronic diseases, and a prevalence of lifestyle illnesses. India is also well-positioned to meet this demand with its robust domestic manufacturing base, skilled workforce, and government

initiatives promoting access to medicines. By 2030\*, the industry is expected reach an estimated value of \$ 130 billion.

\*Economic Survey 2022-23

## Key trends in the Indian pharma industry



## Company overview

GlaxoSmithKline Pharmaceuticals Limited (GSK) is a global biopharma company with the purpose of combining science, technology and talent to stay ahead of disease.

Your company, incorporated in 1924, carries forward a 100-year legacy of delivering a wide range of medicines and vaccines with innovative solutions that have helped set new benchmarks of

excellence in the pharma industry. Your company continues to be one of the most broadly diversified healthcare organisation operating in India.

7 GSK brands feature in the top 100 IPM brands



Calpol



T-Bact



Augmentin



Betnovate N



Eltroxin



Betnovate C



Ceftum

Ranked **1**  
in private vaccine market

Ranked **1**  
in dermatology segment

Ranked **2**  
in IPM (in terms of volume)  
for acute therapy

Ranked **2**  
among MNCs in pharmaceutical  
industry (by value)

**81%\***  
Revenue from Pharmaceuticals

**18%\***  
Revenue from Vaccines

**1%\***  
Revenue from Specialty

\*Internal data

IPM: Indian Pharmaceutical Market

## Business performance

Your company's broad range of medicines and vaccines includes anti-infectives, pain medicines, vitamins, dermatology products and vaccines for adults and children.

## 1. General medicines

### Strong growth driven by focus brands

Your company's focus brands continued to retain a strong growth trajectory, consistently staying ahead of the IPM. Its evolution index (EI) is greater than 100. In addition to the seven general medicine brands from GSK securing positions among the top 100 brands in the IPM, other key brands in General Medicines have consistently outperformed their respective categories and have gained market share.



### Anti-infectives

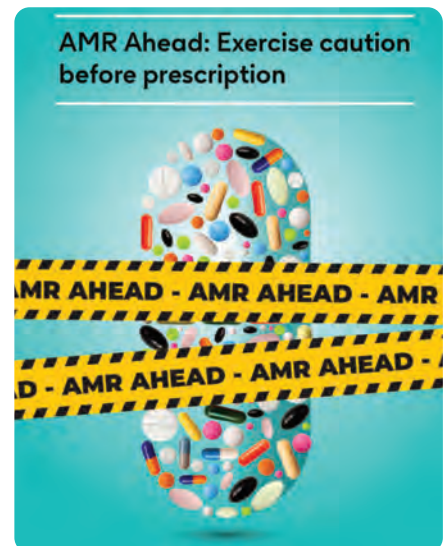
#### Augmentin - market leader in antibiotic market

Augmentin, known for its effectiveness in the treatment of bacterial infections of the upper respiratory tract, is one of the most prescribed antibiotics in the market. It also helps fight anti-microbial resistance (AMR). During the reporting year, Augmentin has gained 1% growth in market share by volume in the highly competitive antibiotic market.

Your company continuously engages with healthcare professionals (HCPs) to increase awareness about safe antibiotic usage. Your company also maintains the India Infection Index, a one-stop

platform for accessing scientific data that helps prescribe appropriate antibiotic and analyse trends and changes in susceptibility patterns of select pathogens. This also reaffirms our commitment to the right use of antibiotics and improved ways to disseminate scientific information about various types of medicines.

Augmentin ranked as the **#1\*** brand in the Indian Pharmaceutical Market.



\*Retail Audit Pharmātrac

## Enhancing patient access for all

Ceftum has successfully increased its market reach and patient coverage. During the fiscal year, Ceftum has gained 4% market share by volume in the antibiotic market. Your company also initiated discussions with HCPs to increase awareness about antimicrobial resistance and the 'Accessible for all' campaign has helped the brand to reach 50% incremental patients.



## Introduction of new and advanced Calpol 650+ mg and 500+ mg

Calpol+ with OPTIZORB formulation was launched in March 2023. It is available in 650 mg and 500 mg oral tablets. The formulation facilitates faster paracetamol

absorption in comparison to other paracetamol tablets. With the use of innovative solutions, GSK is consistently improving access to better medical care.

During the fiscal year, your company has gained a 21% increase in value market share in the highly competitive 650 mg segment of the paracetamol market.



## 2. Vaccines

### a. Paediatric vaccination

Vaccinations are the most effective public health intervention available, second only to clean water. They prevent over 20 life-threatening disease, saving millions of lives globally every year.

The growth in vaccine as a therapy is evidently visible in the private vaccine market. After re-baselining post-COVID, FY 2023-24 has been a year of growth over the corresponding period.

With the market now stabilised post-COVID and following the expansion of offerings in the National Immunisation Programme (NIP), the strategic focus on Paediatric vaccines includes:



Expanding the reach to more healthcare professionals and key accounts.



Enhancing awareness about vaccinations among children and pregnant mothers.



Sustaining innovation and adapting to the evolving external landscape.

Consumer awareness for vaccination

The consumer campaigns undertaken by your company plays an instrumental role in spreading awareness about vaccination for children, adults and expecting mothers to protect them from vaccine-preventable disease (VPDs). The campaigns encouraged parents to consult their Paediatrician about VPDs or visit [www.MyVaccinationHub.in](http://www.MyVaccinationHub.in), a website operated by your company to provide more information about these diseases in 12 languages.

A.

7 Star Protection

7 Star Protection is one of your company's key consumer awareness campaigns and has been featured on channels such as television (TV), digital, social and print media. It aims to raise awareness about seven vaccinations to protect against 14 diseases recommended by the Indian Academy of Pediatrics (IAP) for children aged one to two years.

140 million+

Impressions: 7 Star Protection campaign as of 31 March 2024

Seven vaccinations recommended by the IAP include\*

- 1. Chickenpox
- 2. Hepatitis A
- 3. Meningitis ACWY
- 4. Flu
- 5. DTP Hib IPV (for Diphtheria, Tetanus, Pertussis, Haemophilus Influenza type B and Polio)
- 6. PCV (Pneumococcal vaccination)
- 7. MMR (Mumps Measles Rubella)



B.

MyVaccinationHub.in

MyVaccinationHub.in is a website operated by GSK to provide reliable information about vaccination in 12 Indian languages. A vaccination tracker is also featured in the website to provide timely reminders for upcoming or missed vaccination to parents.

The website includes a **7 Star Protection webpage**, containing information about the seven vaccinations recommended by the IAP and information about the 14 disease that they protect against.

1.6 million+

Webpage views: 7 Star Protection page (on [www.MyVaccinationHub.com](http://www.MyVaccinationHub.com)) as of 31 March 2024



Scan this QR code to visit the 7 Star Protection webpage

\*US ACIP recommended that administering extra antigen(s) in a combination vaccine "... Is often permissible if doing so will reduce the number of injections required." Reference: Chitkara AJ, et al. Hexavalent vaccines in India: current status. Indian Pediatrics. 2019 Nov;56:939-50.

**C.**

**Cross-platform consumer awareness approach**

**In-clinic communication** - Engaging HCPs and consumers visiting clinics through awareness inputs.

**Social media** - Social media strategy with an active content calendar, covering disease awareness, topical events, disease outbreaks, etc.

**Influencer and community outreach** - Fostering awareness through influencers, parenting platforms, mom groups and healthcare professionals (HCPs) as key opinion leaders (KOLs).

**Multimedia awareness** - Increasing awareness through various media channels

such as TV, digital platforms, radio and music streaming services.

**PR (media coverage)** - Driving conversations through print and digital media for disease awareness, leveraging voices of KOLs.

**D.**

**Vaxikart**

VaxiKart is an online vaccine ordering app which helps HCPs (healthcare professionals) manage inventory, place orders and avail offers from their preferred distributors in different parts of the country. With the advancement and integration of technology in the form of real-time analytics, personalised communication and data-based decision making, the Vaxikart initiative has continued to add value to lives.



**E.**

**Driving growth with key accounts**

Your company's 'Key Accounts' initiative involves all stakeholders including procurement and healthcare providers. This includes the usage of Key Account Management (KAM) instruments like

turnover discounts, rate contracts, engaging HCPs and institutions to increase disease awareness. During the fiscal year under review, there has been a 5% growth in the business.

**5%\***

**Growth in the business**

\*Internal data

**b. Adult vaccination**

Your company introduced Shingrix in April 2023 and for the first time a vaccine was launched in more than seven specialities in the Indian market. Shingrix is accepted positively by HCPs including super specialists, who see immunocompromised patients or patients at high risk due to immunosuppressive therapies. Further, your company is planning to partner with HCPs to create adult immunisation ecosystem so that a larger number of patients are safeguarded against the vaccine preventable disease.<sup>1</sup>

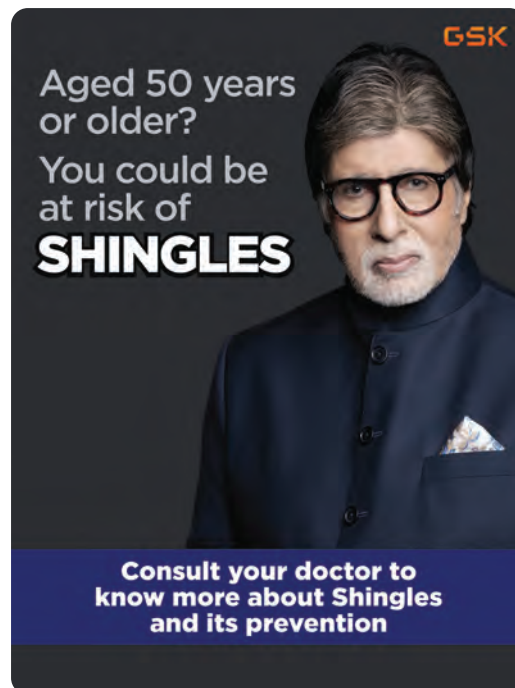


Your company collaborated with prominent megastar, Amitabh Bachchan to launch a national level campaign to make the senior citizens aware and educate them about ways to prevent Shingles. This campaign leveraged high reach, visibility and frequency through multiple media like TV, Radio, out of home advertising (OOH) and more.

**Shingrix - A world protected from Shingles**



Post-Herpetic Neuralgia (PHN)



Your company further, collaborated with senior living, home care providers and participated in several marquee events targeting a wider audience and spreading awareness amongst them to prevent Shingles and its painful long term side effect in the form of PHN (Post-Herpetic Neuralgia).

Additionally, your company has focused on supporting HCPs through knowledge transfer, raising consumer awareness, disease awareness campaigns and creating non-traditional channels to encourage vaccination.

<sup>1</sup> Kimberlin DW, Whitley RJ. Varicella-zoster vaccine for the prevention of herpes zoster. N Engl J Med. 2007 Mar 29;356(13):1338-43. doi: 10.1056/NEJMct066061. Lokeshwar MR, Agrawal A, Subbarao SD, Chakraborty MS, Ram Prasad AV, Weil J, Bock HL, Kanwal S, Shah RC, Shah N. Age related seroprevalence of antibodies to varicella in India. Indian Pediatr. 2000 Jul;37(7):714-9.

<sup>2</sup> Kimberlin DW, Whitley RJ. Varicella-zoster vaccine for the prevention of herpes zoster. N Engl J Med. 2007 Mar 29;356(13):1338-43. doi: 10.1056/NEJMct066061. Harpaz R, Ortega-Sanchez IR, Seward JF; Advisory Committee on Immunization Practices (ACIP) Centers for Disease Control and Prevention (CDC). Prevention of herpes zoster: recommendations of the Advisory Committee on Immunization Practices (ACIP). MMWR Recomm Rep. 2008;57(RR-5):1-CE4.

<sup>3</sup> Kawai et al. Predictors of postherpetic neuralgia in patients with herpes zoster: a pooled analysis of prospective cohort studies from North and Latin America and Asia. International Journal of Infectious Diseases. 2015; 34(126-131).



### 3. Specialty

Your company is renowned in respiratory care, encompassing inhaled and biologic therapies. It is committed to revolutionising the treatment of respiratory disease. Your company endeavours to extend the advantages of its respiratory portfolio to millions of patients in India suffering from severe eosinophilic asthma, hypereosinophilic syndrome (HES), eosinophilic granulomatosis with polyangiitis (EGPA) and chronic obstructive pulmonary disease (COPD).



**1,700+\***

Patients benefitted since the launch of Nucala

**66%\***

Growth in revenue from Nucala in FY 2023-24

Your company's first-in-class monoclonal antibody Nucala (mepolizumab) targets interleukin-5 (IL-5) to reduce the number of eosinophils. It is the only treatment with indications across three eosinophilic disease, including severe eosinophilic asthma (SEA), eosinophilic granulomatosis with polyangiitis (EGPA) and hypereosinophilic syndrome (HES).

In 2023, your company has made significant progress in establishing the concept of clinical remission in the treatment of severe asthma. Your company has also made significant strides in passing on the benefits of Nucala to patients with rare indications, EGPA and HES.

**TRELEGY ELLIPTA**  
fluticasone furoate/umeclidinium/vilanterol



**133%\***

Growth in revenue from Trelegy in FY 2023-24

\*Internal data

Trelegy is currently the most prescribed Single Inhaler Triple Therapy (SITT) worldwide and has positively impacted several chronic obstructive pulmonary disease (COPD) patients in various countries. This 'once daily' single inhaler triple therapy for COPD was launched in India in 2022.

In 2023, your company made a meaningful difference in the lives of patients suffering from COPD (who are accustomed to using multiple inhalers), with Trelegy Ellipta's superior molecules and unique, simple and patient-friendly device mechanism.



## 4. Supply chain and manufacturing excellence

Your company has a world-class manufacturing facility at Nashik. The facility has completed 40 years in 2023. Notably, this coincides with your

company's centenary year. The facility has a production capacity of 5.6 billion tablets and 160 million tubes. This along with its 20 contract manufacturing organisations

(CMOs), have helped provide patients with high-quality pharmaceutical products.



The manufacturing facility for Eltroxin has commenced operation since 2019. The manufacturing site is located on 45 acres of land in the Ambad industrial belt of Nashik. The manufacturing facility has more than 500 employees and manufactures tablets, creams and ointments. The manufacturing unit has been accredited for ensuring workplace safety and adhering to environmental regulations.

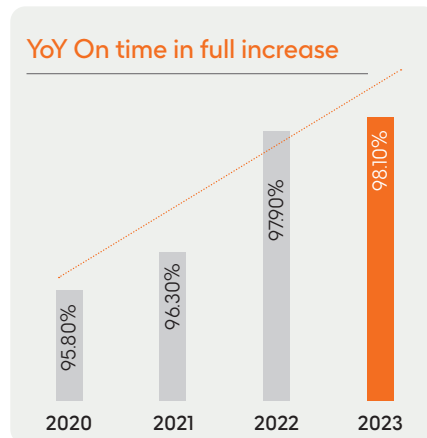
Your company has a dedicated facility at Nashik that produces more than 300 million tablets every year, which is then supplied to World Health Organization (WHO) as part of the company's global programme. The medication is used for deworming and the treatment of lymphatic filariasis.

GSK's imbibed production culture has significantly helped your company to reduce the waste generated from its operation.

GSK India supply chain recognised as top

## “Supply Chain Champion in the Pharmaceutical Sector”

by the Institute of Supply Chain Management



## Warehousing and logistics

### Distribution Centers (DCs)

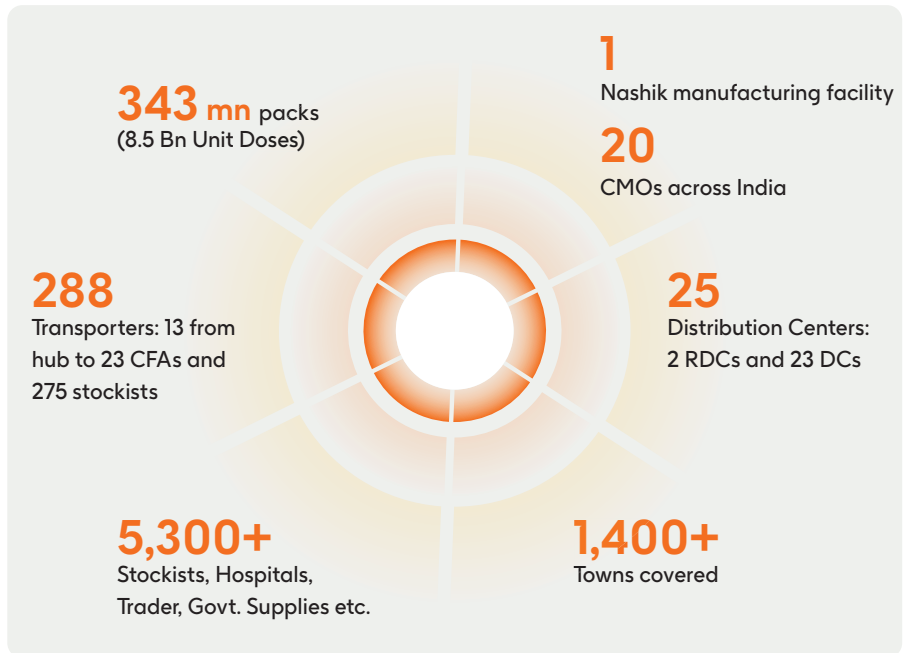
- Ahmedabad
- Ambala
- Bengaluru
- Chennai
- Cochin
- Cuttack
- Delhi
- Ghaziabad
- Hyderabad
- Indore
- Jaipur
- Jammu
- Kolkata
- Lucknow
- Nagpur
- Patna
- Raipur
- Ranchi
- Zirakpur

### Regional distribution centers (RDCs)

- Bhiwandi
- Hosur

### GSK owned DCs

- Guwahati
- Vijayawada



## Holistic capability enhancement

### Focus on Quality

Your company is engaged in elevating the Nashik site to become a leader within the GSK's Pharma Supply Manufacturing network. To achieve this goal, it has adopted a 'benchmark against the best' approach.

By diligently studying and implementing best practices, both within GSK and beyond its network, your company is driving continuous improvement, innovation and a steadfast patient-centric focus.



### Implementation of QR code

In accordance with regulatory requirements, your company is committed to achieving compliance with India's QR code regulations. Your company has offered it for five products, covering six production lines at Nashik and for seven products spanning 19 production lines across CMOs.





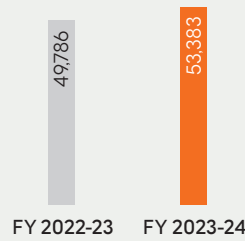
## Environment

Climate change and diminishing natural resources pose major threats to human health, as well as a risk to business resilience. To get ahead of disease and to help ensure long-term business success, your company has committed to a net zero, nature positive, healthier planet with ambitious goals set for 2030.

**Note:** Below data for Nashik site and Corporate Office

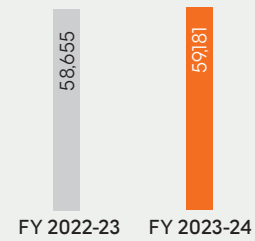
### Total renewable energy consumption

(in Giga Joule - GJ)



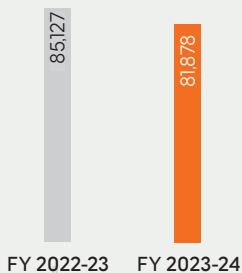
### Total non renewable energy consumption

(in Giga Joule - GJ)



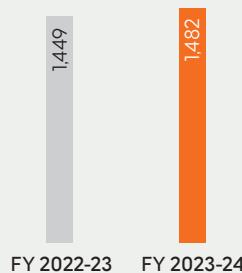
### Water consumption

(Kilo litres - KL)



### Waste generated

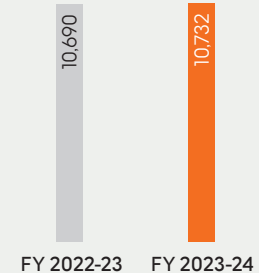
(in metric tonnes - MT)



\*Data on Briquette ash non-hazardous waste generated at Nashik manufacturing plant has been included in FY 2022-23 and FY 2023-24 as per new global definition

### Total GHG emissions

(in tonnes CO<sub>2</sub> equivalent - tCO<sub>2</sub>e)



## Key sustainability initiatives

Water plays a vital role in your company's sustainability strategy, as it is essential for human health and sustainable manufacturing of its vaccines and medications.

### Solar Panel Initiative

This installation is expected to contribute approximately 15% to your company's total electric load.

### Water replenishment project

For its sites and key suppliers located in water-stressed areas, your company is developing catchment-level water replenishment, restoration and regeneration projects to realise its water neutrality target. Your company has partnered with the Watershed Organisation Trust (WOTR) in Nashik on a water replenishment project designed to improve ecosystem conditions, enhance the climate resilience of local agriculture and empower local villages to manage water resources and improve the health and livelihoods of the villagers.



**Women+Water Collaborative:**

Your company is a founding partner of the Women + Water Collaborative in India, which launched in October 2023, working with the Water Resilience Coalition, an initiative between the UN-Global Compact and the Pacific Institute. This programme brings together companies from different sectors to leverage women’s leadership for improving access to clean water and sanitation, ultimately supporting the health of local communities. The Women + Water Collaborative aims to enhance water availability and quality in key river basins by implementing water replenishment and

conservation techniques, including rainwater harvesting. It also delivers safe drinking water and climate-resilient sanitation and hygiene facilities to communities.

Positive takeaways from 2023

<p style="text-align: center; color: #f4a460; font-weight: bold;">Winner of the 2023 GSK’s Global Sustainability Committee (GSC) Sustainability Trophy in the Water category</p>	<p style="text-align: center; color: #f4a460; font-weight: bold;">4,500 KL rainwater harvest pond completed, providing 1.5 months of summer water supply</p>
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**Opportunities and challenges**

**Opportunities**

**Adult vaccination**

In India, interest in adult or adolescent vaccination has historically been low despite the Universal Immunisation Programme’s success. However, COVID-19 vaccination initiatives have added momentum to discussions around adult vaccination.

With increased life expectancy and a growing geriatric population in India, healthy ageing is emerging as a key focus area. A major intervention for healthy ageing continues to be preventive health led by vaccination strategies. Adult

vaccination is in a nascent stage in India with a large potential for growth. For instance, the virus that causes Shingles affects over 90% of adults and may get reactivated in the form of shingles disease.

**Challenges**

**Government control on drug pricing**

The government’s stringent control over drug pricing presents challenges for companies operating in regulated markets, potentially impacting their revenues and profit margins. To address this challenge, your company regularly evaluates its product portfolio, prioritising the development of high-volume growth products and

enhancement of operational efficiencies for effective cost management.

The inclusion of GSK’s brands Ceftum and T-Bact in the National List of Essential Medicines (NLEM) in late 2022 prompted initiatives to mitigate price impacts, focusing on increasing volumes, cost optimisation and leveraging the launch of

Shingrix to establish a new category of adult vaccines in India.

Molecules of some of your company’s vaccines, such as that of Synflorix, have been included in the National Immunisation Programme (NIP). However, these vaccines are now getting stabilised, as the private vaccine market is regaining momentum.

**Supply chain disruptions**

Geopolitical crises have caused disruptions in the supply chain and a surge in the cost of raw materials. The

Indian pharmaceutical industry heavily relies on importing key ingredients and raw materials, making it vulnerable to

supply shocks and price hikes in input materials. Your company is also prone to these near-term challenges.

## 5. Omnichannel

The HCPs need to interact with various businesses regularly. To synchronise engagement with HCPs, your company has initiated the following.

### a. Building capabilities

To embed omnichannel ways of working across the organisation, your company made a strategic shift by creating an omnichannel pod. This team includes capabilities across content strategy, customer experience and data analytics. This team was built with the right mix of in-house talent and experienced industry professionals.

### b. Digital transformation

Your company has focused on improving the technology and other infrastructure needed to execute omnichannel strategies including marketing automation and other supporting platforms.

### c. Data-driven consumer experience

The year 2023 saw the start of your company leveraging data and analytics to build curated customer journeys. Leveraging marketing automation and other tools led to enhanced decision making and improved customer experience.



**312K** HCPs

reached via Email

**113K** HCPs

reached via WhatsApp

## 6. Selling excellence

### Vision

To create a modern Selling Excellence organisation that enhances commercial execution and builds capabilities of the sales force for tomorrow.

### Key Selling Excellence initiatives

**1. Revolutionised the learning methodology by embedding digitisation and new Ways of Working (WOW)**

- Building omnichannel capabilities - launch of Omni campus, that is, online curriculum for the entire field force. A total of 2,294 sales employees completed the course in less than three weeks.
- Bite sized eLearning content and brand specific curriculum created to enable self-paced learning and strengthen the overall on-boarding process. 37 new modules were created with a duration of 26 hours, encompassing 14 focus brands across all therapy areas.
- Multiple competitive rebuttals for all key brands, that is, Ceftum, Augmentin, T-Bact, Infanrix Hexa, Varilrix and more, were created to address the competitive landscape of IPM.





2.

### Ensuring launch excellence in the organisation

**a. Shingrix**

- Launch of a Global Shingrix Selling model called IMPACT to enhance in-clinic effectiveness and overall commercial outcomes.

**b. New one integrated Respiratory team readiness**

- Capability-building of the team through robust training and experiential learning for better preparedness as your company aims to strengthen its portfolio with Nucala, Trelegy and Seretide.



3.

### Year of development; ASPIRE programme - a capability building initiatives for line managers

- Enterprise-wide initiative for 350 line managers on omnichannel, coaching and people management skills.
- Virtual development centres conducted to build a baseline, followed by face-to-face skill-building workshops organised at 11 locations.
- New coaching framework for regional business managers created and successfully launched followed by establishing qualitative parameters of coaching in the form of 'Qualication Report,' that is, Quality+Execution.



4.

### Negotiation academy

- A tailor made learning journey created for vaccines and dermatology business, encompassing over 350 field force.
- A development centre built to bolster the commercial capabilities of the field force.

5.

### SFI (Sales Force Incentive) and Sales Excellence award Governance (Do the Right Thing)

- Annual compliance certification and knowledge assessment was conducted for all existing in-scope colleagues and new joiners.

## 7. Corporate Social Responsibility (CSR)

GSK prioritises corporate citizenship through impactful CSR initiatives. These programmes target marginalised communities, ensuring broader healthcare access and fostering a positive societal impact.

### Eliminating lymphatic filariasis

Your company is dedicated to eliminating lymphatic filariasis (LF) as a public health concern. In collaboration with the World Health Organization (WHO), since 2000, GSK has been leading mass drug administration (MDA) efforts in affected regions. Commonly known as elephantiasis, LF is a debilitating disease, causing severe pain and disfigurement, with profound social and psychological impact, and it stands as a primary cause of permanent disability globally.



#### Value creation

In FY 2023-24, your company has contributed **44.5 million** albendazole tablets and till date, it has contributed **3.96 billion** albendazole tablets.

### GSK Scholars programme

The GSK Scholars programme provides financial assistance of up to INR 1,00,000 per year for a duration of 4.5 years, with a focus on first-year MBBS students from government colleges. Your company ensures that deserving students receive the necessary support to pursue their medical education.



#### Value creation

Currently supporting **398 scholars**, the programme has made a significant impact on advancing Science, Technology, Engineering, and Mathematics (STEM) education and shaping the future of healthcare professionals in India.

### Trust in Science initiative

Recognising the critical shortage of highly skilled biostatisticians and bioinformatics specialists, your company has joined forces with the Regional Centre for Biotechnology, and launched the 'Trust in Science' programme in India. This initiative aims to bridge the talent gap and empower the next generation of scientific leaders.

#### Value creation

The initiative will assist **12 PhD** candidates for about seven years.

### Mother and child care

Through this project, your company integrates various approaches to address malnutrition among children under five years, maternal health and nutrition, family planning, and domestic violence.

#### Value creation

The initiative has benefited **4,926 households**; thereby positively impacting the lives of **5,295 direct beneficiaries**.



GSK India conferred the Bronze award in 'CSR Women and Child health' category at the 7th edition of CSR Health Impact award 2023

## Home away from home

Your company is providing a nurturing environment for underprivileged families whose children are undergoing cancer treatment. Recognising the importance of emotional support during this challenging period, the initiative offers a 'home away from home', holistic care during the period of the child's treatment.



### Value creation

This project has created a significant impact on the lives of more than **161 families** and **483 beneficiaries**.

## Smart classrooms

GSK has initiated the smart classroom project across 54 schools in Nashik. The initiative integrates digital tools and resources into classrooms to enhance the quality of education and create an engaging learning environment.

### Value creation

The project has benefited **11,027 students** till date. The incorporation of digital technology has led to a notable increase in student attendance and overall learning outcomes.

## Educational outreach programme

In the Valsad district of South Gujarat, your company is addressing the challenge of accessing quality education among the tribal population through the educational outreach programme. The project aims to enhance knowledge, skills, and career guidance for students in grades 6-12.

### Value creation

# 16,900

Children benefited across  
**165 schools**



## Regional Projects

### Save lives

Your company addresses maternal and child health issues through awareness programmes, sensitisation efforts, nutrition health camps and medical centre registrations in Nayabasti slum, Kolkata, primarily inhabited by daily wage labourers facing limited access to healthcare services.

### Value creation

# 1,030

households

### Mainstreaming out of school children

This project aims to elevate beneficiaries to grade-level competencies through access to quality education, nutrition, and healthcare for children aged 6 to 14 years and upon completion, beneficiaries are seamlessly integrated into government schools for continued education.

# 401

children

### Holistic care for the underserved

Your company has extended its support to empowering underprivileged and deprived girls. Together, they offer free residential formal school education, co-curricular activities, and vocational training, emphasising holistic development.

# 192

girls enrolled

## 8. Finance and accounts

During FY 2023-24, your company's revenue from operations increased by 6% to ₹ 3407 crores demonstrating growth driven by strong volume thereby offsetting National List of Essential Medicines (NLEM), 2022 impact. This increase was driven by growth in our General Medicine (key Pharma brands volume grew by 8%), Vaccines (11% growth led by Paediatric & Adult Vx) and Specialty portfolio, we continued to gain market share for all promoted brands in the respective categories.

Augmentin is the no. 1 brand in the IPM\*. Your company continued to maintain market leadership in therapy areas where it operates.

\*Retail Audit PharmaTrac

Profit before tax (PBT) from continuing operations before exceptional items at ₹ 953 crores recorded a healthy growth of 14%. EBITDA margins at 26.4% improved by 150 bps from the previous financial year driven by margin improvement and cost efficiencies. Profit after tax (PAT) from continuing operations was impacted by one-off VRS (Voluntary Retirement Scheme) cost in the current financial year. Adjusting for this exceptional charge, PAT from continuing operations before exceptional items improved by 14%.

Your company's cash flow from operations remained robust throughout the year and was consistent with solid fundamental

business performance. Your company's efforts continued on improving working capital efficiencies and accelerating cash conversion.

There are no loans or guarantees given, securities provided, and investments covered under Section 186 of the Companies Act, 2013. Your Company has not accepted any deposits from the public and there was no outstanding amount owed to depositors for unclaimed deposits during the year under review. Further, there are no significant or material orders issued by regulators, courts, or tribunals that have an impact on the going concern status of your company and its future operations. Your company's financial position, as of the date of this report, has not been materially altered by recent events or obligations.

Profitability Ratios	Formula	FY2023-24	FY2022-23
Operating Profit Margin	Profit from Operations/Sale of Products	24.54%	23.04%
Net Profit Margin	Profit after Tax (excl. exceptional)/ Revenue from operations	20.30%	18.79%
Return on Net Worth	Profit after Tax (excl. exceptional)/ Shareholders equity	38.77%	34.69%
EBITDA Margin	EBITDA/Revenue from operations	26.43%	24.82%
Return on Capital Employed	Profit before Tax (excl. Exceptional)/Net Worth	53.40%	47.77%
<b>Efficiency Ratios</b>			
Current Ratio	Current assets/ current liabilities	1.83	1.87
Inventory turnover ratio	Sale of products/ Average inventories	7.11	6.74
Debtors turnover ratio	Sale of products/ Average trade receivables	16.34	16.11

## 9. Regulatory affairs

GSK has obtained Marketing Authorisation in India for oncology assets including Niraparib Tablet (Zejula) and Dostarlimab concentrate solution for infusion (Jemperli) for the maintenance treatment of Ovarian Cancer and the second line treatment of Endometrial Cancer, respectively.

GSK submitted applications to the Central Drugs Standard Control Organisation (CDSCO) for conducting global clinical trials with Dostarlimab in Locally Advanced Unresected Head and Neck Squamous Cell Carcinoma and with Belantamab

Mafodotin in Newly Diagnosed Multiple Myeloma. Along with this, GSK submitted an application for conducting a Phase III clinical study in India with Respiratory Syncytial Virus Vaccine (Arexvy) among the older adults so as to support the marketing authorisation application in India.

GSK is conducting clinical studies and along with this, the fillings and approvals are expected to benefit GSK when evaluating new therapeutic options for patients in India.

**Overall, 19 clinical studies are being conducted/planned for initiation in India by GSK**

## 10. Medical affairs

Your company has been taking steps to make a difference in areas, including Anti-microbial resistance (AMR), Dermatology, Hypothyroidism, Paediatric vaccines, Adult vaccines and Specialty.

### a. Anti-microbial resistance (AMR)

Your company undertakes several initiatives to address issues related to AMR in India by participating in local, regional and national meetings. It aims to lay emphasis on the right use of antibiotics and improve ways to disseminate scientific information about various types of medicines. Furthermore, one-on-one sessions with experts are conducted to bridge the gaps in addressing AMR and to facilitate HCP education and patient awareness campaigns.

Your company further led Advanced Surgical Conclave for ENTs (ASCENT) to share the current development in surgery and perioperative infection management.

GSK also engages in research to deliver real-world scientific evidence on antibiotic susceptibility for community-acquired illnesses in India. It has also helped HCPs make proper choice of antibiotics for the management of different types of disease.

Over 250 internal medical-led scientific presentations to ~25,000 HCPs

### b. Dermatology

GSK continues to undertake efforts to increase awareness on rational topical steroid antibiotic usage, accurate diagnosis and effective management of common skin disorders and other dermatological conditions.

Bridging Insights from Dermatology Group of Experts (BRIDGE), one of your company's flagship medical affairs-led programmes, has played an integral role in shaping patient outcomes through expert talks about challenging cases. In 2023, this event brought together the top 500 dermatological professionals.

Dermatology Aesthetic Virtual Conclave was launched to offer dermatologists the opportunity to discuss topics of importance with peers and industry leaders. Your company aims to create awareness among dermatologists about the latest innovations in the field and limit procedural complications.

'Dermalogue' is another important event organised by your company to provide information about recent advancements in clinical and cosmetic dermatology.

Collaborated with

6

national and international experts

Reached

2,000

dermatologists

351+

Dermatosis case study clinics organised

3,000+

Institutional dermatologists engaged in scientific case-based discussions on different types of skin ailments



500+ scientific presentations delivered to 22,000+ HCPs

**c. Hypothyroidism**

Hypothyroidism is a major problem among Indian women and to address this issue, GSK conducted five Cross Specialty Experts Symposium (CREST 2.0) meetings on 'Thyroid Dysfunction in Women'. Along with offering training to HCPs, the event was conducted with the expertise of 18 professors including obstetrician-gynaecologists, consulting physicians and endocrinologists.

**~900**

HCPs trained on optimal management of hypothyroidism

**d. Paediatric vaccines**

GSK's medical affairs team held discussion with obstetricians through regional obstetric societies to reiterate the importance of vaccination during pregnancy. The team also supported different consumer awareness campaigns through MyVaccinationHub.in. for Hepatitis and Flu vaccines.

The medical team collaborated with experts to deliver new data for Neonatal Pertussis and Hepatitis A and also published papers highlighting your company's advocacy in Paediatric vaccination.

**533**

one-on-one interactions conducted to enhance HCP awareness on the science behind GSK's Paediatric vaccines

**e. Adult vaccines**

As a leading player in the adult immunisation segment in India, GSK continues to introduce innovative products to the market. It has received authorisation for Shingrix along with an approval for carrying out Phase III clinical trials for fulfilling the unmet needs of Indians at risk of contracting Herpes Zoster. Moreover,

your company obtained regulatory extension for the use of Fluarix Tetra in individuals aged 65 years and above. Additionally, the team is working with experts to develop scientific advocacy for Shingles prevention using educational initiatives, collaborations with healthcare organisations as well as publications.

**f. Specialty**

In 2023, GSK recruited patients for a PRISM study, a Phase IV study in patients of severe asthma with eosinophilic phenotype. It has also completed recruitment of patients for the phase IV study of Trelegly in COPD patients within a short span of five months. India is a part of the multi-country real world evidence study on Mepolizumab in severe eosinophilic asthma as well as in the multi-country Phase III study on mepolizumab in COPD.

The medical team of GSK conceptualised and completed four scientific medical education programmes (Eosinoverse) to educate over 200 HCPs in severe asthma, COPD, HES and pollution related COPD exacerbations. It has also introduced the latest GOLD 2024 updates. Your company conducted two advisory board meetings with external experts to obtain actionable insights on severe asthma and COPD.

Made presentations for

**70+** CMEs and educated

**2,500+**

HCPs through 150 external experts

Besides, the INSIPRA clinics supported the diagnosis of around 14,500 patients of asthma. Till date more than 223 severe asthma patients have benefitted from the home administration of Mepolizumab.

Your company has succeeded in getting regulatory approval for indications of Zejula and Jemperli, used for the treatment of gynecological cancer in women respectively. Approvals for the Phase IV study of both Zejula and Jemperli have also been obtained.



## 11. Culture and people

Your company's purpose – to unite science, technology and talent to get ahead of disease together – puts its people at the heart of your company's success.

Your company remains committed to fostering a diverse talent pool and undertakes efforts to retain and attract people with varied experiences. The inclusive work culture of GSK enables talent to thrive and excel in a competitive environment and provides multiple opportunities for growth.

Your company's commitment to people has been recognised by major industry bodies and organisations. Some of the external recognitions include

# 92%

Engagement rate in the 2023 GSK Culture survey

# 4.2 out of 5

average One80 Manager survey score

Recognised as **'Top 24 Employers of the Future 2023'** by Fortune India and Work Universe.

Recognised as **'Progressive Places to Work 2023'** by Economic Times (ET) Now.

Accredited for Inclusive Practices by the **Great Place to Work** Institute.

Recognised as **'Best Organisations for Women 2024'** by Economic Times (ET) Now.

**Second Runner-Up** in the **'Best Employer for Women'** category at the **ASSOCHAM** (Associated Chambers of Commerce and Industry of India) awards.

Recognised as one of the **Top 100 companies** in India for Women by Avtar & Seramount Study.



<p><b>GSK Culture survey</b></p>	<p>Culture survey is a key tool to measure, evaluate and improve the experience about your company's culture. This survey plays a crucial role in shaping your company's strategies to foster a positive and inclusive workplace. The annual survey is followed up by quarterly pulse surveys to map the progress of the feedback received.</p>
<p><b>Manager One80 survey</b></p>	<p>This survey provides managers with developmental insights through structured real-time feedback from the team members. One80 is the survey which enables teams to share feedback with their manager about their leadership, how they live your company's code, foster a positive work culture and the impact they have on others.</p>
<p><b>Employee communication platforms</b></p>	<p>Let's Talk, live streamed townhall sessions with leaders, employee listening sessions, feedback, and performance discussions, national and regional meets are a few of the platforms that your company offers its team members to ensure ongoing communication.</p>
<p><b>Evolved Speak Up culture</b></p>	<p>Your company's workforce can use the 'Speak Up' platform to report misbehaviour, violations of the law, the GSK Code and other concerns.</p>
<p><b>Healthy industrial relations environment</b></p>	<p>Your company has been constantly engaging with internal employee unions to ensure a positive and productive working environment. In 2024, your company intends to negotiate long term settlement agreement due for renewal with unions and continue to accomplish win-win outcomes.</p>

**Diversity, Equity and Inclusion (DEI)**

Your company is committed to being a diverse, equitable and inclusive organisation that attracts and retains outstanding talent. Your company believes that this brings a greater opportunity to create better health outcomes for patients around the world who rely on your company's products.

**The Women's Leadership Initiative (WLI)** and **SPECTRUM** serve as your company's Employee Resource Groups (ERGs) and work towards building a more inclusive organisation.



**Women's Leadership Initiative (WLI)**

This initiative is a multifaceted and inclusive programme designed to empower women and create an equitable and more diverse leadership landscape which ultimately focuses on attracting women, accelerating their career trajectory and retaining women at GSK.

**SPECTRUM**

This initiative strives to raise awareness about the LGBTQIA+ community and to sensitise people towards LGBTQIA+ colleagues.





## Maintaining momentum on Diversity, Equity and Inclusion (DEI): Culture, Capability and Career

Your company's three tenets for diversity, equity and inclusion aim to strengthen its inclusive culture to promote a sense of belonging and encourage individual identities and perspectives; all while building the right capabilities to lead diverse teams in a dynamic workplace.

Your company's score on inclusivity index has seen a consistent improvement in the culture survey results.

GSK has also witnessed an improvement in gender representation in its workforce, bringing it to 14% (vs 11% in FY 2022-23) in its women employee base. Your company's women representation in field sales has gone up to 9% (vs 7% in FY 2022-23). GSK has also appointed its first woman Commercial Head for the Paediatric vaccines business.



### Childcare

It allows employees to opt for day care facility and is made available to women as well as single parents.



### Parental leave

The parental leave policy grants employees the opportunity to avail themselves of 26 weeks of maternity leave, 18 weeks of paternity leave, as well as 26 calendar weeks each of adoption leave and surrogacy leave.



### Sabbatical leave

A sabbatical can be taken for a period of up to 12 months. It guarantees job security; and the leave can be availed for medical treatment, higher education, self-development or as a primary caregiver for a family member with chronic illness.



### Care of family member leave (COFML)

COFML is a paid leave of absence provided for four weeks in one calendar year for taking care of an immediate family member who is suffering from serious health conditions.



### Performance with choice

The office-based employees of your company are provided with the flexibility to either choose to work from office or home, based on individual requirements.



### Partnership for prevention (P4P)

Your company offers its people 40 preventive healthcare services includes both child and adult immunisations, comprehensive cardiovascular health and diabetes screenings, assessments for communicable disease and cancer screening, HIV screening services, programmes dedicated to tobacco cessation and health checkups.



### Employee assistance programme

It provides 24/7 tele counselling services and resources to help in family planning, pregnancy, parenting, financial planning, career planning and workplace issues.



### Collaboration with Practo

Your company's employees can schedule virtual consultations with doctors across 23 specialties including psychologists, in real time and avail discount on medicines.

## Prevention of sexual harassment at the workplace

Your company has a policy to make the workplace safer, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (India) and the rules thereunder. It has established Internal Committees (ICs) across different

zones and manufacturing facilities to address any kind of sexual harassment (SH) complaints. All the members of these ICs are trained to address such complaints. During FY 2023-24, your company received one sexual harassment complaint which has been closed. Your

company launched a renewed e-learning module to further increase awareness around prevention of sexual harassment and have displayed visual posters across the organisation on prevention of sexual harassment at workplace to create a safer environment.

## Welcoming and developing outstanding people



### Talent reviews and succession planning

The talent management approach undertaken by your company helps GSK create a strong and steady pipeline of talented employees for its Indian as well as global operations.



### Lakshya

It is GSK's flagship development programme focusing on developing and preparing its medical representatives (MRs) as First Line Leaders (FLLs).



### Catalyst

The flagship development programme prepares the first-line leaders (FLLs) for the role of second-line leaders (SLLs).



### Leadership development

Your company's leadership development programmes, include Emerging Market Trailblazers Programme, the Emerging Markets Talent Forum for Leadership Team (LT) Successors, the First Line Leaders (FLL) Programme, the Emerging Markets Talent Forum for General Manager (GM) Successors and the Leading Leaders Programme for senior managers. To promote inclusion, your company also has an Accelerating Differences Programme.



### Self-learning culture

Your company promotes self-paced learning by providing platforms like LinkedIn Learnings, Keep Growing Campus, Get Abstract, Harvard Leading Edge and more, to provide innovative and engaging learning tools.



### Building managerial capability

The 'Aspire Programme' was introduced in 2022 to improve the capability of managers. It focuses on four key aspects including the ability to have powerful conversations, building a healthier employee relations (ER) environment, providing rewards for motivating the team, and leading a diverse team.



### Future Leaders Programme

Your company's flagship initiative for talented recruits from prestigious universities help new recruits explore diverse roles within different business divisions of your company.



## 12. Environment Health and Safety (EHS)

Your company has improved driver safety protocols, which encompass accident reporting and instilling life saving rules among employees through various channels to integrate them into daily operations. Additionally, all new recruits are offered training in defensive driving techniques before commencing fieldwork.

### Commercial EHS

Your company has implemented various measures to prioritise the safety and well-being of its employees. It focused on enhancing EHS governance, conducting awareness sessions and trainings, ensuring workplace safety, and providing tools to improve road safety. Training on pertinent safety topics through online platforms and offline behind-the-wheel Defensive Driving Techniques training was conducted throughout the year. GSK's Life Saving Rules were promoted to raise awareness among employees.

Your company introduced Mentor App, an application based intervention to enhance road safety for GSK's field-based colleagues. Reflective jackets and LED blinkers were also provided to increase their visibility on the road, particularly during adverse weather conditions, thereby reducing the risk of collisions. Employees also have access to a world-class support system and resources for both physical and mental well-being. Additionally, ergonomic sessions were also conducted to educate employees about proper posture while working and driving.

### EHS at Nashik manufacturing site

The site has embraced a safety culture anchored by 12 Life Saving Rules. These rules help the site proactively identify unsafe conditions and behaviours to avoid incidents. Additionally, your company

undertakes sustainability initiatives with a focused and methodical approach, aligning with its long-term sustainability goals for 2030.



## 13. Risk management

Your company remains committed to improving the quality of life of patients across the globe. Risk management, therefore, is critical to the administration of quality healthcare services. For GSK, it extends beyond business success, investor confidence and regulatory compliance. It is a means to ensure uninterrupted delivery of critical healthcare solutions that play an important role in the sustenance of human life.

The risk management culture of your company is driven by the Internal Control Framework (ICF) approved by the Global GSK Leadership Team (GLT) and Global Risk Oversight and Compliance Council (GROCC).

The Risk Management and Compliance Board (RMCB) is responsible for mitigating threats arising within the country and is responsible for effective monitoring of

internal controls and risk management systems. The RMCB regularly monitors the risk (minimum bi-monthly meetings). Further the RMCB reviews the Risk Management Framework, encompassing business, financial and operational risks, twice a year and presents its observations to the Risk Management Committee of the Board of Directors.

Risks associated with every function are detailed and their primary causes and existing controls are evaluated regularly. Mitigation measures are also agreed upon with intended timelines for their timely implementation. Internal risk management mechanisms further help manage crisis efficiently and have successfully changed the approach from risk mitigation to risk resilience.

**Vigil mechanism**

The 'Speak Up' programme has created a platform for voicing concerns and reporting any misconduct. GSK employees as well as other people can report concerns about potential unethical, unlawful or inappropriate behaviour without any fear of harassment or retaliation.

An independent third party manages the reporting lines and the calls are logged through their central system to ensure the integrity of the system. Every complaint is treated confidentially and the anonymity of the caller is maintained. Your company also has an extensive and comprehensive policy for preventing, punishing and discouraging sexual harassment. The 'Speak Up' channels can be accessed on your company's website (<https://gsk.com/speakup>).

Your company also has a whistle-blower policy which enables employees/external stakeholders to approach local/group management or Audit Committee Chair in the event of any grievance or concern ([accindrx.audicomiteechairmangskindiarx@gsk.com](mailto:accindrx.audicomiteechairmangskindiarx@gsk.com)).

The GSK Code can be accessed on GSK's global website (<https://www.gsk.com/en-gb/company/codes-standards-and-reports/>).

**Internal control framework**

Your company conducts its business with integrity and high standards of ethical behaviour, in compliance with the laws and regulations that govern the business. Your company's Internal Control Framework (ICF) is a comprehensive enterprise-wide risk management model and supports the continuous process of identification, evaluation and management of your company's risks. ICF is supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self-assessment exercises.

Compliance with laws and regulations is monitored through a well-crafted framework. As required by the Companies Act 2013, your company has implemented an Internal Financial Control (IFC) framework. It continues the annual Independent Business Monitoring (IBM) and periodic Management Monitoring exercises, designed by GSK plc to review activities, data, exceptions and deviations increasing and improving the quality of operations.

As part of the due diligence activities for onboarding of vendors and third parties engaged by us, they are required to confirm compliance with your company's corporate values through a detailed Third Party Training and Risk Management (TPRM) process.



# Annexure 'B' to the Directors' Report

Report on Corporate Governance

(Pursuant to Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, D and E of Schedule V of the Listing Obligations & Disclosures Regulations, 2015 (LODR) entered into with the Stock Exchanges)

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy of Corporate Governance is aimed at assisting the management of the Company in the efficient conduct of its business and in meeting its obligations to stakeholders and is guided by a strong emphasis on transparency, accountability and integrity. For several years, the Company has adopted a codified Corporate Governance Charter, which is in line with the best practices, as well as meets all the relevant legal and regulatory requirements. All Directors and employees are bound by Code of Conduct and the associated standards of Conduct that sets out the fundamental standards to be followed in all actions carried out on behalf of the Company.

## 2. BOARD OF DIRECTORS

### • Composition and size of the Board

The present strength of the Board is nine Directors. The Board comprises of Executive and Non-Executive Directors. The Non-Executive Directors bring independent judgment in the Board's deliberations and decisions. Two Directors, including the Managing Director are whole-time Directors. There are seven Non-Executive Directors, of which, five are Independent Directors.

Glaxo Group Limited, U.K., have rights enshrined in the Articles of Association relating to the appointment and removal of Directors not exceeding one-third of the total number of retiring Directors.

### • Board meetings and attendance

Six Board meetings were held during the year ended 31 March 2024 and the gap between two Board meetings did not exceed four months. The annual calendar of Board meetings is agreed upon at the beginning of each year.

The information as required under Schedule II (Part A) of the Listing Obligations & Disclosures Regulations, 2015 is made available to the Board. The agenda and the papers for consideration at the Board meeting are circulated at least seven days prior to the meeting. Items related to UPSI were sent at shorter notice with consent of Board. Adequate information is circulated as part of the Board papers and is also made available at the Board meeting to enable the Board to take informed decisions.

The Board also, inter alia, reviews the strategy, annual business plan and capital expenditure budgets, adoption of quarterly/ half yearly/ annual financial results, compliance reports on all laws applicable to the Company, minutes of the Meetings of Committees of the Board, minutes of Subsidiary Company.

The dates on which meetings were held are as follows:

Sr. No.	Date of Meeting	Board Strength	No. of Directors present
1.	17 May 2023	9	9
2.	26 July 2023	9	8
3.	8 November 2023	9	9
4.	9 November 2023	9	9
5.	12 February 2024	9	9
6.	27 March 2024	9	9

- Attendance of each Director at the Board meetings and last Annual General Meeting (AGM) and the number of companies and committees where he/she is a Director / Member (as on the date of the Directors' Report)

Name of Director	Category of Directorship	Number of Board Meetings attended	Attendance at the last AGM held on 26 July 2023	*Number of Directorships in other companies (including GSK)	**Number of mandatory committee positions held in companies (including GSK)	
					Chairman	Member
Ms. R. S. Karnad Chairperson	Non-Executive	6	Yes	7	2	5
Mr. B. Akshikar Managing Director	Executive	6	Yes	2	0	1
Mr. M. Anand	Non-Executive & Independent	6	Yes	4	0	4

Name of Director	Category of Directorship	Number of Board Meetings attended	Attendance at the last AGM held on 26 July 2023	*Number of Directorships in other companies (including GSK)	**Number of mandatory committee positions held in companies (including GSK)	
					Chairman	Member
Mr. P. V. Bhide	Non-Executive & Independent	6	Yes	5	2	4
Mr. J. Chandy	Executive	6	Yes	2	0	0
Dr. (Ms.) S. Maheshwari	Non-Executive & Independent	6	Yes	2	0	0
Mr. A. N. Roy	Non-Executive & Independent	5	Yes	9	4	5
Mr. D. Sundaram	Non-Executive & Independent	6	Yes	4	1	3
Mr. S. Williams	Non-Executive	6	Yes	1	0	0

\*Excludes directorship held in Private Limited Companies, Foreign Companies & Section 8 Companies;

\*\* Audit Committee and Stakeholders' Relationship Committee membership is considered as per Listing Regulations and excludes directorship held in Private Limited Companies, Foreign Companies & Section 8 Companies

The Board of Directors has identified the core key skills/expertise/competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors.

**Ms. Renu Sud Karnad- Non-Executive Director & Chairperson (DIN: 00008064):**

Ms. R. S. Karnad, aged 71, was Managing Director of Housing Development Finance Corporation Limited till 30 June, 2023. From 1 July, 2023, she is a non-executive and non-independent Director on the Board of HDFC Bank Ltd. Ms. R. S. Karnad is the Chairperson of GlaxoSmithKline Pharmaceuticals Limited and a director on the boards of HDFC Asset Management Company Limited, HDFC ERGO General Insurance Company Limited, HDFC Capital Advisors Limited, Bangalore International Airport Authority Limited

and EIH Limited. Ms. R. S. Karnad is also a director on the board of Nudge Lifeskills Foundation and PayU Payments Private Limited. She holds a Master's degree in Economics from the University of Delhi and a Bachelor's degree in Law from the University of Mumbai. She is a Parvin Fellow – Woodrow Wilson School of Public and International Affairs, Princeton University, USA. Ms. R.S. Karnad has had to her credit, numerous awards, and accolades. Prominent among them being featured in list of '25 top non-banking women in finance' by U.S. Banker magazine, listed by Wall Street Journal Asia as among the 'Top Ten Powerful Women to Watch Out for in Asia'. "Outstanding, Woman Business Leader" by CNBC TV18, 25 Most Influential Women Professionals in India by India Today. She is a Member of the Audit Committee, Risk Management Committee, Nomination & Remuneration Committee and Chairperson of Stakeholders Committee of the Company. She was appointed on the Board of the Company from 1 April 2019. She resigned from ABB Limited & Unitech Limited in last three years.

List of Directorship in listed entities

Sr. No.	Directorship in listed entities	Category of Directorship	Expertise in Specific Functional Areas
1	HDFC Asset Management Company Limited	Non-Executive Director	Finance, Economics, Sales & Marketing, Human Resources, Risk Management, Housing Finance, Real Estate, and Infrastructure sector
2	EIH Limited	Independent Director	
3	HDFC Bank	Non-Executive Director	

**Mr. Damodarannair Sundaram – Independent Director (DIN: 00016304)**

Mr. D. Sundaram's experience spans corporate finance, business performance, monitoring operations, governance, mergers & acquisitions, talent / people management and strategy.

Mr. Sundaram joined Hindustan Unilever Limited (HUL), the Indian listed subsidiary of Unilever Plc, as a management trainee in June 1975 and served in various capacities including six years in Unilever, London as Commercial Officer: Africa and Middle East (1990-93) and as Sr. Vice President for South Asia and Middle East (1996-99). He was the Chief Finance Officer of HUL from April 1999 to March 2008 and as the Vice Chairman

and CFO from April 2008 to July 2009. He is a two-time winner of the prestigious "CFO of the Year for FMCG Sector" award by CNBC TV18 (2006 and 2008). He was awarded as the "Best Director 2019" by Asian Centre for Corporate Governance and Sustainability in December 2020.

Mr. Sundaram is currently the Vice Chairman (Non-executive, Non-independent) of TVS Capital Funds in managing a growth capital Private Equity Fund (TVS Shriram Growth Fund). Mr. Sundaram is a post-graduate in Management Studies (MMS), Fellow of the Institute of Cost Accountants, and has done Harvard Business School's Advanced Management Program (AMP). He is also on the Executive Council of KREA University.

List of Directorship in listed entities

Sr. No.	Directorship in listed entities	Category of Directorship	Expertise in Specific Functional Areas
1	Crompton Greaves Consumer Electricals Limited	Independent Director	Commercial, Finance, IT, Corporate Governance, M&A & Treasury
2	Infosys Limited	Independent Director	

**Mr. Anami N. Roy - Independent Director (DIN: 01361110)**

Mr. A. N. Roy is a distinguished former civil servant, having served in the Indian Police Service in Maharashtra and Govt of India for over 38 years. He held a wide variety of assignments both in Maharashtra and under the Central Government including Commissioner of Police, Aurangabad, Pune and Mumbai. He retired as Director General of Police, Maharashtra. While in service, he headed the operations of the elite Special Protection Group, looking after the proximate security of the Prime Minister, former PMs and their families. Known popularly as the 'People's Commissioner', he set up many citizen-friendly schemes and systems to resolve and fulfil people's problems and expectations like Citizen Facilitation Centres, Mumbai Police Infoline, Elderline, Slum Police Panchayat etc.

He was appointed Advisor to the Governor of Andhra Pradesh when the state was under President's rule in 2014. In that capacity, he discharged the responsibilities

as a Minister of many departments of the state like Home, Industry and Commerce, Housing, PWD, Health, Medical Education, Social Welfare. He also dealt with the separation of Andhra Pradesh into two states, Andhra Pradesh and Telangana, and supervised the General Elections of 2014 in both states. Post-retirement, Mr. Roy is engaged in the social/non-profit sector. He runs a not-for-profit company, Vandana Foundation, to support the livelihoods of the poorest of poor in urban and rural areas. He is on the Board of Directors of GlaxoSmithKline Pharmaceuticals Limited, Siemens Limited, Bajaj Allianz General Insurance, Bajaj Allianz Life Insurance, Bajaj Housing Finance and Finolex Industries. He is on the India advisory boards of Encore Capital Group of USA and TrueNorth Private Equity Fund. Mr. Roy holds a Masters' Degree in History from University of Allahabad and an M Phil in Public Administration. He has undergone a number of in-service training courses in India and overseas.

List of Directorship in listed entities

Sr. No.	Directorship in listed entities	Category of Directorship	Expertise in Specific Functional Areas
1	Bajaj Auto Limited	Independent Director	Human Resource,
2	Bajaj Housing Finance Limited	Independent Director	Administration, Security
3	Bajaj Finance Limited	Independent Director	and Intelligence matters,
4	Bajaj Finserv Limited	Independent Director	Anti-Corruption &
5	Finolex Industries Limited	Independent Director	Vigilance
6	Siemens Limited	Independent Director	

**Mr. Pradeep Bhide - Independent Director**  
(DIN: 03304262)

Mr. P. V. Bhide, Science and Law graduate from Delhi University, has done his Master's in Business Administration from IGNOU. He is enrolled as an Advocate with Delhi Bar Council. Mr. Bhide joined the Indian Administrative Service in 1973 and has served for 37 years. He held a series of increasingly senior positions at the State and Central levels. He worked as Secretary for Department of Finance and then Department of Energy of Andhra Pradesh. He also served as Managing Director of Godavri Fertilizers & Chemicals Limited, a listed joint venture between Govt of Andhra Pradesh

& Iffco between 1997 and 2022. He was a Deputy Secretary / Director in the Department of Economic Affairs, Ministry of Finance and served as Advisor to India's Executive Director to the International Board for Reconstruction and Development, Washington. Mr. Bhide then served as Additional Secretary / Special Secretary in the Ministry of Home Affairs of the Government before being appointed as Secretary in the Department of Disinvestment with the Ministry of Finance. Mr. Bhide retired as Secretary, Department of Revenue, Ministry of Finance in January 2010, a position which he held from June 2007. He is a member of the Audit Committee, Risk Management Committee and Stakeholders Relationship Committee.

List of Directorship in listed entities

Sr. No.	Directorship in listed entities	Category of Directorship	Expertise in Specific Functional Areas
1	Borosil Renewables Limited	Independent Director	Finance, Administration & Taxation
2	Nocil Limited	Independent Director	

**Mr. Subesh Williams – Non- Executive Director**  
(DIN: 07786724)

Mr. S. Williams, aged 61, is a Chartered Accountant and is Senior Vice President, Global Corporate Development at GSK Plc, a role he was appointed to in September 2013. In his current role, Subesh is responsible for M&A and Business Development across GSK's commercial businesses and has been involved in executing numerous transactions, including the creation of ViiV Healthcare (a HIV JV with Pfizer and Shionogi), the combination of the Consumer Healthcare businesses of GSK and Pfizer in a joint venture and more recently in leading the demerger of Haleon, the Consumer Healthcare business from GSK.

a parallel healthcare entrepreneur and is the Chief Dreamer and Co-Founder of The Telerad Group, which includes Teleradiology Solutions, Telrad tech and RXDX healthcare (a phygital chain of over 50 primary care clinics in India). She is a US Board certified Pediatric Cardiologist who did her MBBS at Osmania medical college followed by post-graduation at AIIMS, Delhi and Yale University in the US. She was the winner of the 'Young Clinician Award' from the American Heart Association and the 'Best Teacher Award' at Yale University. She has over 200 academic presentations and publications to her credit, runs an e-teaching program for PGs in pediatric cardiology and is an inspirational speaker having given over 200 lectures, including several TEDx talks. She is a Mentor in Residence for the Sustainable Health Initiative of the Yale Institute for Global Health where she and her husband have instituted the Kalyanpur-Maheshwari Endowment for Global Health Innovation. She is currently the President of the Pediatric Cardiac Society of India. She is also active in the social arena in India where she runs 2 trust funds. People4people has put up over 600 playgrounds in government schools and the Telrad Foundation provides telemedicine services to poor areas in India that do not have access to high quality medical care. She sits on the Board of HDFC bank and chairs their CSR and IT Committee. She chairs Corporate Social Responsibility Committee of the Company.

In 2016, Subesh was appointed to the Board of Galvani Bioelectronics, a joint venture between GSK and Verily (a subsidiary of Alphabet). From 2009-2013, Subesh was Chief Financial Officer of ViiV Healthcare, with responsibility for Finance, Business Development, IT and Supply and prior to that has had roles of increasing responsibility in Finance and Corporate Development. Prior to joining GSK, he was a Manager at PwC. He has expertise in the fields of Finance, Business development and Mergers & Acquisitions. He does not hold any shares in the Company and is also not related to any Director of the Company. He was appointed on Board from 7 April, 2017. He has not resigned from any listed entity in last three years.

**Dr. (Ms.) Sunita Maheshwari - Independent Director**  
(DIN: 01641411)

Dr. (Ms.) S. Maheshwari, a Yale medical school alumna, Business world's 20 most influential women in healthcare 2022, Outlook Business WOW 2019 (Woman of Worth) and 2014's 'Amazing Indian' award by Times Now, is

**Mr. Juby Chandy – Whole-time Director & Chief Financial officer (DIN: 09530618)**

Mr. J. Chandy is an experienced finance leader who has led GSK's finance teams in various regions. Mr. Chandy joined GSK in 2007 and has held a number of leadership positions with increasing responsibilities across various



geographies, including Finance Director for GSK’s Middle East business based in Turkey, Finance Director for GSK Vietnam, Finance Planning Director for Emerging Markets, Area Finance Director for South East Asia and most recently, Head of Finance for Global General Medicines portfolio, partnering with the leadership team on strategy, profit maximization and helping to drive performance for General Medicines. He is also a Director in Biddle Sawyer Limited.

**Mr. Manu Anand – Independent Director (DIN: 00396716)**

Mr. M. Anand is a Chartered Accountant and has completed Advance Management Program from the Wharton School of the University of Pennsylvania, USA. Manu brings the experience of over three decades, out of which he has been in the General Manager role for the last 20 years with a track record of building diverse teams, driving growth, managing multi-billion-dollar P&Ls, and leading change and transformation. He retired from Mondelez International in end 2018 and is now a Business Advisor and Company Director.

In his last role, prior to retirement from Mondelez International, he was President Chocolates – AMEA, managing the Chocolate business operations across Asia Pacific, Middle East, and Africa, covering a range of developed and developing markets. The role required managing the levers of P&L, driving top and bottom line and market share growth through a combination of

region-wide and market-specific initiatives on the brands and innovation. In addition, he ran a consolidated supply chain with a complex manufacturing site network and worked closely with sales teams in markets to deliver sustained business performance. Manu was earlier leading the India business for Mondelez International as Managing Director for Cadbury India Limited.

At PepsiCo India, Manu spent 19 years in various roles and is credited with building its food business virtually from scratch. In his last role at PepsiCo as the Chairman and CEO, PepsiCo India, Manu was responsible for PepsiCo’s Beverage and Foods business in India and South Asia brands. Preceding this, Manu was based in Bangkok as the President of South-East Asia and was responsible for the Beverage and Food businesses in Thailand, Vietnam, Malaysia, Indonesia, Singapore, Cambodia, and Laos. The Business Unit was a complex portfolio of different business models in the various stages of development across the markets. Prior to that, Manu was the Managing Director for Frito-Lay India (the Snack Food Business of PepsiCo) and built this business from a start up to a market leader.

Currently, Manu is the Senior Advisor to Advent and Director on four other boards. He has also been past chair on a number of committees of Confederation of Indian Industry (CII) and has experience as Chairman of PepsiCo, India, and Director on Board of Mondelez India. He is member of Audit and Risk management committee of the Company.

List of Directorship in listed entities

Sr. No.	Directorship in listed entities	Category of Directorship	Expertise in Specific Functional Areas
1	United Breweries Limited	Independent Director	Marketing, Strategy, General Management, Governance, Audit and Risk Management

**Mr. Bhushan Akshikar - Managing Director (DIN: 09112346)**

Mr. B. Akshikar is the Managing Director of GSK India since 2022. Joining GSK in 2011, he has spent the last 13 years in local/area commercial roles living and working in India, Africa and Middle East.

Before joining GSK, Bhushan spent 15 years with Janssen, Johnson & Johnson, in various roles leading P&L for both specialty and primary care business units in local and regional positions living in India, S. Korea and Belgium. Bhushan holds a post graduate MBA in Marketing from SPJIMR and a Bachelor’s Degree in Pharmaceutical

Sciences from University of Pune. He is member of Stakeholders Relationship Committee and Corporate Social Responsibility Committee. He is Director in Biddle Sawyer Limited.

- Independent Directors have confirmed that they meet the criteria of independence as laid down under the Companies Act and the SEBI Listing Regulations as amended. In the opinion of the Board, the Independent Directors fulfil the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the Management.

- None of the Directors are related to each other. None of the Directors serve on more than seven listed entities as an independent director and they are not a member in more than ten committees or act as chairperson of more than five committees across all listed entities.
- In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.
- None of the other Non-Executive Directors hold any shares of the Company except Ms. R. S. Karnad who holds 600 equity shares of the Company.
- Company has obtained certificate from Practicing Company Secretaries, Parikh & Associates confirming that none of the Directors on Board are debarred or disqualified from being appointed or continuing as Directors of the Companies by the Board / Ministry of Corporate Affairs or any such statutory authority.
- Independent Directors meeting was held on 17 May 2023 for discussion on Board and Individual Director Evaluations, where all the Independent Directors including Ms. R. S. Karnad, as an invitee, were present.
- Related Party Transactions

The Board of Directors has approved a policy for related party transactions and has been uploaded on the Company's website <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies/> There are no materially significant related party transactions entered into by the Company with its Promoters, Directors or Management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large. All transactions entered with the related parties during the year ended 31 March 2024 as mentioned under the Companies Act 2013 and Regulation 23 and 27(2)(b) of the Listing Obligations & Disclosures Regulations (LODR) were in the ordinary course of business and at on arm's length pricing basis. The Register of Contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval. As per SEBI LODR regulation, the material related party transactions were approved by shareholders.

The Company has adopted a policy for determination of 'material subsidiary' and the same has been posted on the Company website <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies/>.

- Dividend Distribution Policy

The Board of the Directors of the Company had approved the Dividend Distribution Policy on 27 October 2016 and the policy is available on the Company website <https://india-pharma.gsk.com/media/6486/dividend-distribtion-policy.pdf>.

- Directors Induction and Familiarization

The Board members are provided with necessary reports and internal policies to enable them to familiarize themselves with Company procedures and practices. Web link giving details of familiarization program <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies/>.

- Details of Directors being appointed /re-appointed

As per the Statute, two-thirds of the Directors, excluding the Independent Directors, should be retiring Directors. One-third of these retiring Directors are required to retire every year and if eligible, these Directors qualify for re-appointment.

Mr. S. Williams retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for his re-appointment.

Ms. R. S. Karnad was appointed, as a Non-Executive and Non-retiring Nominee Director of GSK Plc with effect from 1 April, 2019. As per newly inserted clause 17 (1D) of SEBI Listing Regulations, with effect from 1 April 2024, her continuation as a Director, shall be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of her appointment.

A brief resume of Directors appointed / eligible for re-appointment along with the additional information required under Regulation 36(3) of the Listing Obligations & Disclosures Regulations, 2015 and secretarial standards as required, is provided above.

#### Code of Conduct

The Company has adopted the Code of Conduct applicable to all its employees, including the Managing Director & CEO and to its Non-executive Directors which incorporates the duties of Independent Directors as laid down in Schedule IV to the Act and Regulation 17(5) of the SEBI Listing Regulations.

As on 31 March 2024, all the Board Members and Senior Management of the Company have affirmed compliance with their respective Code of Conduct. A declaration to this effect duly signed by the Managing Director forms part of this Report.

### 3. AUDIT COMMITTEE

#### Terms of Reference

The terms of reference of this Committee are wide enough to cover the matters specified for audit committee under Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Obligations & Disclosures Regulations, 2015 with Stock Exchanges and are as follows:

- a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- b) to review with Management, the financial statements at the end of a quarter, half year and the annual financial statements thereon before submission to the Board for approval, focusing particularly on:
  - (i) matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub Section 3 of Section 134 of the Companies Act, 2013;
  - (ii) changes, if any, in accounting policies and practices and reasons for the same;
  - (iii) major accounting entries involving estimates based on the exercise of judgment by management;
  - (iv) significant adjustments made in the financial statements arising out of audit findings;
  - (v) compliance with listing and other legal requirements relating to financial statements;
  - (vi) disclosure of any related party transactions; and
  - (vii) qualifications in the draft audit report.
- c) to consider the appointment, re-appointment, remuneration and terms of appointment of the statutory auditors, any questions of resignation or dismissal and payment to statutory auditors for any other services rendered by them;
- d) to discuss with the statutory auditors before the audit commences, about the nature and scope of the audit as well as post-audit discussion to ascertain any area of concern (in the absence of management, where necessary);
- e) reviewing, with management, performance of statutory and internal auditors, adequacy of the internal control systems and discuss the same periodically with the statutory auditors, prior to the Board making its statement thereon; reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- f) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- g) discussion with internal auditors on any significant findings and follow up thereon;
- h) reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- i) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- j) to review the functioning of the Whistle Blower mechanism;
- k) to approve any subsequent modification of transactions of the Company with related parties; (explanation): The term "related party transactions" shall have the same meaning as provided in Regulation 2(1)(zc) of the Listing Obligations & Disclosures Regulations, 2015;
- l) to scrutinize inter-corporate loans and investments;
- m) to evaluate internal financial controls and risk management systems;
- n) to do valuation of Undertakings or assets of the Company, wherever it is necessary;
- o) to approve appointment of CFO (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- p) to review the external auditor's audit reports and presentations and management's response;
- q) to ensure co-ordination between the internal and external auditors, and to request internal audit to undertake specific audit projects, having informed management of their intentions;
- r) to consider any material breaches or exposure to breaches of regulatory requirements or of ethical codes of practice to which the Company subscribes, or of any related codes, policies and procedures, which could have a material effect on the financial position or contingent liabilities of the Company;

- s) to review policies and procedures with respect to directors' and officers' expense accounts, including their use of corporate assets, and consider the results of any review of these areas by the internal auditors or the external auditors;
- t) to review with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, or preferential issue or qualified institutions placement and making appropriate recommendations to the Board to take up steps in this matter;
- u) the Auditors of the Company and the Key Managerial Personnel shall have right to be heard in the meetings of the Audit Committee when it considers the Auditor's Report but shall not have the right to vote;
- v) to consider other topics, as defined by the Board;
- w) to carry out any other function as is mentioned in the terms of reference of the Audit Committee;
- x) Review the following information by Audit Committee

The Audit Committee shall mandatorily review the following information:

- i) Management discussion and analysis of financial condition and result of operations;
- ii) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- iii) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- iv) Internal audit reports relating to internal control weaknesses; and
- v) The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
- vi) statement of deviations:
  - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - (b) annual statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice in terms of Regulation 32(7).

- y) To review Cyber security policy of the Company.
- z) To review the utilization of loans and / or advances from / investments by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- za) To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

• **Details of composition of the Audit Committee & attendance of Members are as follows:**

Four Audit Committee meetings were held during the year ended 31 March 2024. The Committee comprises of Independent and Non-Executive Directors and their meetings were held on 17 May 2023, 26 July 2023, 9 November 2023 & 12 February 2024.

Names of the Members	Designation	Category of Directorship	Attendance out of Four meetings held
Mr. D. Sundaram	Chairman	Non-Executive & Independent	4
Ms. R. S. Karnad	Member	Non-Executive	4
Mr. M. Anand	Member	Non-Executive & Independent	4
Mr. P. V. Bhide	Member	Non-Executive & Independent	4

All the members of Audit Committee are financially literate. The Managing Director, Chief Financial Officer, other Whole-time Directors, the Statutory Auditors and Internal Auditors are invitees to the meetings. The Company Secretary is Secretary to the Committee.

The Chairman of the Audit Committee, Mr. D. Sundaram, was present at the Annual General Meeting of the Company held on 26 July 2023.

#### 4. RISK MANAGEMENT COMMITTEE

##### Terms of Reference

The terms of reference of the Risk Management Committee are in line with the requirements of Regulation 21(4) read with Part D of Schedule II to the Listing Regulations and the Act which included :

The role of the committee shall, inter alia, include the following:

- a. To formulate a detailed risk management policy which shall include:
  - i. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - ii. Measures for risk mitigation including systems and processes for internal control of identified risks.
  - iii. Business continuity plan.
- b. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- c. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- d. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- e. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- f. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
- g. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

Two Risk Management Committee meetings were held during the year ended 31 March 2024. The Committee comprises of Independent and Non-Executive Directors and their meetings were held on 23 August 2023 & 12 February 2024.

Names of the Members	Designation	Category of Directorship	Attendance out of Two meetings held
Mr. D. Sundaram	Chairman	Non-Executive & Independent	2
Ms. R. S. Karnad	Member	Non-Executive	2
Mr. M. Anand	Member	Non-Executive & Independent	2
Mr. P. V. Bhide	Member	Non-Executive & Independent	2

The Chairman and all the members attended the meeting. The Managing Director, Chief Financial Officer, other whole-time Directors are invitees to the meetings. The Company Secretary is Secretary to the Committee.

The Chairman of the Risk Management Committee, Mr. D. Sundaram, was present at the Annual General Meeting of the Company held on 26 July 2023.

## 5. NOMINATION & REMUNERATION COMMITTEE

### • Terms of Reference

The terms of reference of this Committee covers matters specified for the Nomination & Remuneration Committee under Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Obligations & Disclosures Regulations, 2015 with Stock Exchanges and are as follows:

- a) Formulation of the criteria for determining qualification, positive attributes and independence of a Director and they recommend to the Board a policy, relating to remuneration of the Directors, Key Managerial Personnel and other employees;

While formulating the policy as mentioned above, the Committee will ensure that;

- 1) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- 2) relationship of remuneration to performance is clear and meets appropriate performance benchmarks and;
- 3) remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- 4) 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 a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may;

- use the services of an external agencies, if required;
  - consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - consider the time commitments of the candidates.
- b) Formulation of criteria for evaluation of Independent Directors and the Board;
- c) Devising a policy on Board diversity;
- d) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance. The Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report;
- e) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- f) To recommend to the Board, all remuneration, in whatever form, payable to senior management.

The composition of the Nomination & Remuneration Committee is as follows:

Name of the Member	Designation	Category of Directorship
Mr. A.N. Roy	Chairman	Non-Executive & Independent
Ms. R. S. Karnad	Member	Non-Executive
Mr. D. Sundaram	Member	Non-Executive & Independent

During the year under review, the Committee met on 12 February 2024 and all the members attended the meeting.

### Remuneration Policy & evaluation criteria

The Nomination & Remuneration Committee has adopted a Policy on Remuneration to the Senior Management and Whole-time Directors of the Company and a Policy on composition, diversity and evaluation of the Board of the Company. The major terms of both policies are as under:

### Remuneration Policy for Senior Management & Whole-time Directors

- a) All the whole-time Directors including the Managing Director is paid such remuneration as may be mutually agreed between the Company and the Whole-time Directors within the overall limits prescribed under the Companies Act, 2013 and is subject to approval by the Shareholders of the Company.
- b) The remuneration for the Senior Management and Whole-time Directors mainly consists of salary, benefits, perquisites and retirement benefits which are fixed components, and the annual performance bonus and long-term incentives are the variable components.
- c) When determining remuneration levels individual's role, experience and performance and independently sourced data for relevant comparator groups are considered.
- d) Ordinarily, salary increases will be broadly in line with the average increases for the wider GlaxoSmithKline workforce. However, increases may be higher to reflect a change in the scope of the individual's role, responsibilities or experience.
- e) The overall performance of the individual is a key consideration when determining salary increases.
- f) The Company has adopted remuneration policy and the same has been posted on the Company website <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies>.

### Performance Evaluation of the Board

In terms of the provisions of the Companies Act, 2013 and Schedule II-part D of the Listing Obligations & Disclosures Regulations, 2015, the Board has carried out the annual performance evaluation of its own including the various Committee and individual Directors with a detailed questionnaire covering various aspects of Board's functioning like composition of the Board and its Committees, Board culture, performance of specific duties and obligations.

A similar process with a separate exercise was carried out to evaluate the performance of the individual Directors, including the Chairman of the Board, who were evaluated on parameters such as the independence of judgement, level of engagement, their contribution, safeguarding the interests of the Company and minority shareholders.

## Remuneration to Non-Executive Directors

- a) Independent and Non-Executive Directors other than Directors who are in the employment of the GlaxoSmithKline Group Companies are entitled for sitting fees of ₹ 50,000 per meeting of Board or Committee thereof. They will also be entitled for reimbursement of expenses incurred for participation in the Board or Committee Meetings.
- b) All the Directors of the Company, excluding the Managing Director, Directors in the whole - time employment of the Company and Directors who are

in the employment of the GlaxoSmithKline Group Companies are entitled to receive commission collectively up to a maximum of one percent of the net profits of the Company computed in accordance with the provisions of the Companies Act, 2013 for such period and such amount as may be decided by the Board of Directors from time to time.

- c) The Independent Directors of the Company are not entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

The details of the remuneration paid to the Directors during the year ended 31 March 2024 are given below:

						(₹ in lakhs)
Directors	Salary	Performance Bonus	Perquisites and Allowances	GSK Plc -Share Value Plan	Contribution to Provident Fund & Superannuation Fund	Total
Mr. B. Akshikar	145.23	235.10	238.80	32.29	17.43	668.85
Mr. J. Chandy	118.80	192.31	277.34	52.98	14.26	655.68*

\*excludes payments (₹ 33.51 lakhs) made to him on account of international relocation

(₹ in lakhs)

Independent Directors and Non-Executive Directors	Commission#	Sitting Fees*	Total
Ms. R. S. Karnad	25.00	7.50	32.50
Mr. M. Anand	20.00	6.50	26.50
Mr. P. V. Bhide	20.00	7.00	27.00
Dr. (Ms.) S. Maheshwari	20.00	4.50	24.50
Mr. A. N. Roy	20.00	4.50	24.50
Mr. D. Sundaram	20.00	7.00	27.00

# Payable in 2024

\*Sitting fees for Board Meeting held in March 2024 were paid in April 2024.

Notes:

- a) The agreement between the Company and Whole-time Directors is:
- Mr. B. Akshikar for a period from 1 December 2022 to 30 November 2026
- Mr. J. Chandy for a period from 1 April 2022 to 31 March 2025

The terms of the agreement are valid up to the expiry of agreement or normal retirement date, whichever is earlier. Either party, to the agreement is entitled to terminate the agreement by giving not less than three months' notice in writing to the other party.

- b) Performance bonus is paid as a percentage of salary, based on certain pre-agreed performance parameters.
- c) The above figures do not include provision for encashable leave, gratuity and premium paid for health insurance.
- d) There is no separate provision for payment of severance fees.
- e) None of the Directors other than those listed above are paid remuneration.

Particulars of Senior Management Personnel and changes since the close of previous financial year

Name of Senior Management Personnel ("SMP")	Designation	Changes if any, during the financial year 2023 (Yes / No)	Nature of change and Effective date
B. Akshikar	Managing Director	No	
J. Chandy	Whole-time Director & CFO	No	
Ms. S. Choudhary	EVP - Regulatory Affairs	No	
R. D'Souza	EVP - Communications & Government Affairs	No	
Dr. (Ms.) R. Hegde	EVP - Medical Affairs	No	
A. Kashyap	VP - Technology	Yes	Resigned with effect from 31 December, 2023
R. Manchanda	VP - Customer Supply Chain	No	
S. Mukherjee	EVP - Adult Vaccines	No	
Ms. S. Mitra	VP - Paediatric Vaccines	Yes	Appointed w.e.f. 1 June 2023
Sougato Mitra	VP - Specialty Head	Yes	Change in Reporting from 1 January 2024
A. Nadkarni	VP - Real Estate, Administration & Company Secretary	No	
A. Pandey	EVP - Legal	No	
O. Parnandiwar	VP - Omnichannel	Yes	Appointed with effect from 1 November 2023
Ms. A. Rajput	VP - Technology	Yes	Appointed with effect from 26 February 2024
S. Ramachandran	VP - Commercial Excellence	Yes	Resigned with effect from 12 January 2024
Ms. S. Sohal	VP - Ethics & Compliance	No	
C. Sharma	EVP - Human Resources	No	
U. Singh	EVP - General Medicines	No	

EVP : Executive Vice-President; VP : Vice-President

## 6. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

### Terms of Reference

The terms of reference of this Committee covers matters specified for the Corporate Social Responsibility Committee under Section 135 of the Companies Act, 2013 and are as follows:

- Formulate and recommend to the Board, a CSR policy which will indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act;
- Recommend the amount of expenditure to be incurred on activities referred to above and;
- Monitor the CSR policy of the Company from time to time.



In compliance with the provisions of Section 135 of the Companies Act, 2013, the composition of the Corporate Social Responsibility Committee is as follows:

Name of the Member	Designation	Category of Directorship	Attendance out of two meetings held
Dr. (Ms.) S. Maheshwari	Chairperson	Non-Executive & Independent	2
Mr. A. N. Roy	Member	Non-Executive & Independent	2
Mr. B. Akshikar	Member	Managing Director	2

Two Corporate Social Responsibility Committee meetings were held during the year ended 31 March 2024. The Committee comprises of Independent and Non-Executive Directors and their meetings were held on 21 June 2023 & 19 January 2024. Please refer to the Board's Report and its annexures for details regarding CSR activities.

## 7. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Committee is authorised by the Board to consider and resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of Annual Report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

- To review measures taken for effective exercise of voting rights by shareholders.
- To review adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- To review various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- To take on record Internal Audit Report by Registrar & Share Transfer Agent on Annual basis.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Obligations & Disclosures Regulations, 2015, the composition of the Investors / Shareholders Grievance Committee is as follows:

Name of the Member	Designation	Category of Directorship
Ms. R. S. Karnad	Chairman	Non-Executive
Mr. P. V. Bhide	Member	Non-Executive & Independent
Mr. B. Akshikar	Member	Managing Director

During the year under review, the Committee met on 12 February 2024 and all the members attended the meeting.

### Name, designation and address of the Compliance Officer:

Mr. Ajay Nadkarni  
 Company Secretary  
 GSK House, Dr. Annie Besant Road  
 Worli, Mumbai - 400 030  
 Phone: (022) 2495 9433  
 Fax: (022) 2498 1526  
 Email ID: [in.investorquery@gsk.com](mailto:in.investorquery@gsk.com)

### The complaints received during the year under review are as follows:

Sr. No.	Particulars	No. of Complaint
1	At the beginning of the year	00
2	Received during the year	85
3	Resolved during the year	85
4	Pending at the end of the year	00

During the year under review, the above complaints regarding non-receipt of shares sent for transfer, demat queries and non-receipt of dividend warrants and annual reports were received from the shareholders, all of them were resolved. The Company had no transfers pending at the close of the financial year.

## 8. GENERAL BODY MEETINGS

Details of the location of the last three Annual General Meetings (AGM) and details of the resolutions passed or to be passed by Postal Ballot:

Date	Year	Venue	Time	Special resolution
26 July 2023	1 April 2022 to 31 March 2023	At Registered Office - through Video Conferencing facility	2.30 p.m.	• None
26 July 2022	1 April 2021 to 31 March 2022		1.30 p.m.	• Appointment of Mr. Manu Anand as an Independent Director
27 July 2021	1 April 2020 to 31 March 2021		2.30 p.m.	• Commission to Independent Directors

All the resolutions, including special resolutions set out in the respective Notices were passed by the shareholders. No Special Resolution is proposed to be passed through Postal Ballot at the forthcoming Annual General Meeting.

### Means of Communication

The quarterly and half-yearly results are published in widely circulating national and local dailies such as The Economic Times and Business Standard, in English and Maharashtra Times, in Marathi. These are not sent individually to the shareholders. The Company's results and official news releases are displayed on the Company's website at [www.gsk-india.com](http://www.gsk-india.com).

During the year, the Company held and made presentations at one institutional investor and analysts' meeting.

The Management Discussion and Analysis Report forms a part of this Annual Report.

### General Shareholder Information

AGM: Date, Day, Time and Venue	28 June 2024, Friday at 11.00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")
Financial Year	i. April to March ii. First Quarter Results – August 2024 iii. Half-Yearly Results – October 2024 iv. Third Quarter Results – February 2025 v. Results for the year ending March 2025 - May 2025
Record Date	31 May 2024
Dividend Payment date(s)	On and after 1 July 2024
Listing on Stock Exchange	The BSE Limited, Mumbai and the National Stock Exchange of India Limited. The Company has paid the listing fees for the year 1 April 2023 to 31 March 2024 and from 1 April 2024 to 31 March 2025
Stock Code	500660 on BSE GLAXO on NSE
Demat ISIN Number for NSDL and CDSL	INE159A01016

In terms of requirements of Regulation 39(4) and Schedule VI of the SEBI Listing Regulations, shares which remained unclaimed in the custody of the Company are required to be transferred to the Suspense Account opened by the Company. Accordingly, details of the unclaimed shares lying in the Company's Unclaimed Suspense Account are as follows:

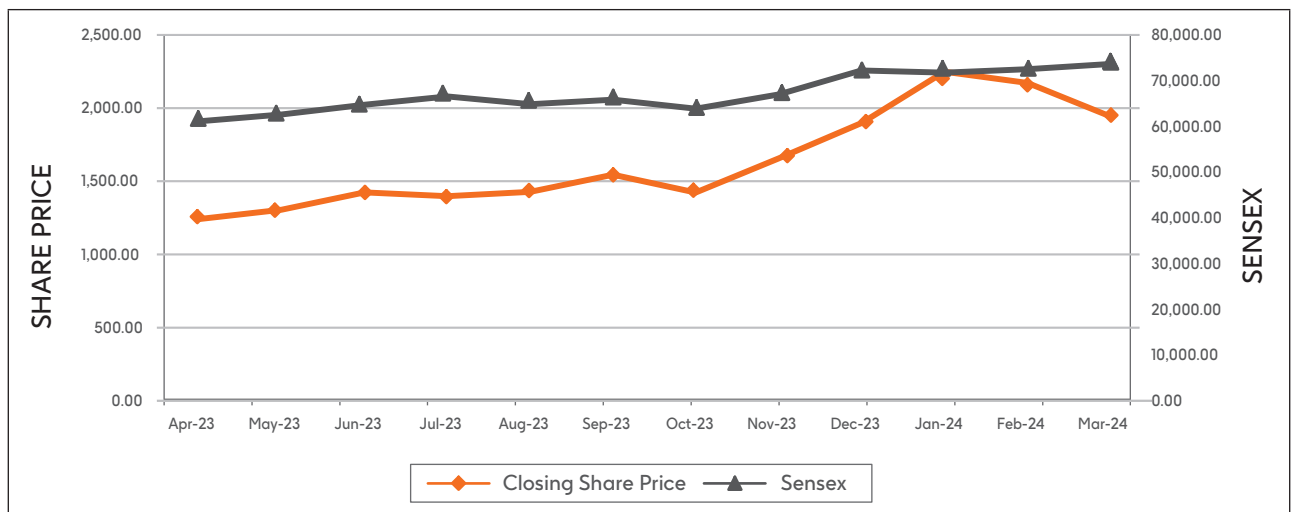
Particulars	No of Shareholders	No of Shares
No. of shares as on 1 April 2023	1853	170541
Number of shares claimed and transferred from the Unclaimed Suspense Accounts during the year	102	12252
Number of shares transferred to Unclaimed Suspense Account	0	0
No. of shares as on 31 March 2024	1751	158289

All benefits accruing on such shares shall be credited to Unclaimed Suspense Account for a period of seven years. Thereafter, the said shares including all benefits accrued thereon shall be transferred by the Company to the IEPF Authority in accordance with provisions of Section 124(5) and (6) of the Act and Rules framed thereunder. The voting rights in respect of such shares shall remain frozen till the rightful owner claims such Equity Shares.

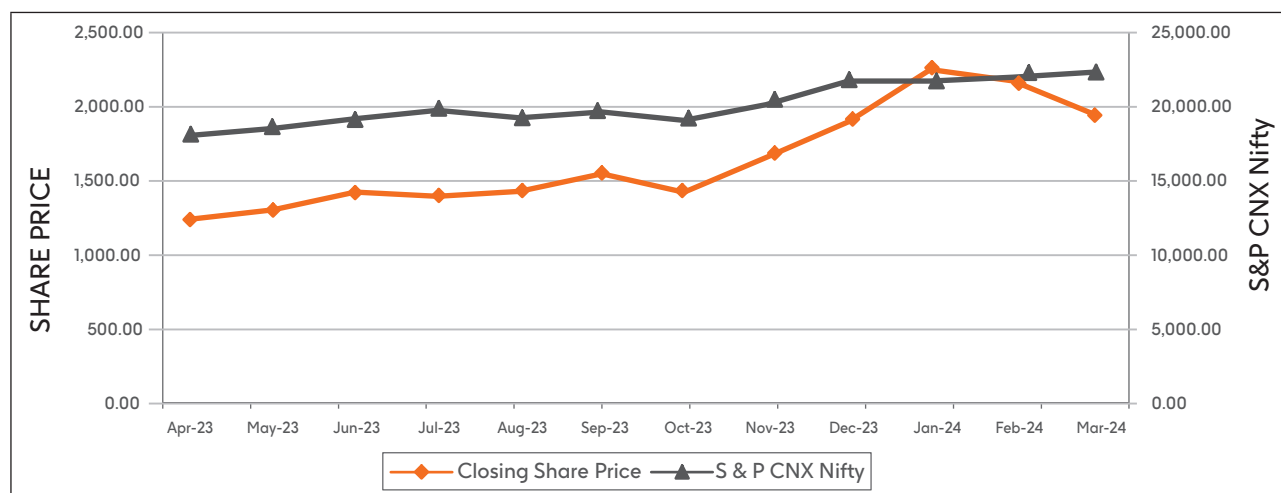
High/low of market price of the Company's shares traded along with the volumes on the Stock Exchange, Mumbai and on the National Stock Exchange during the year April 2023 to March 2024 is furnished below:

Month and Year	BSE			NSE		
	High (Rupees)	Low (Rupees)	Volume (No. of Shares)	High (Rupees)	Low (Rupees)	Volume (No. of Shares)
Apr-23	1300.95	1234.25	49894	1303.05	1233.95	751986
May-23	1311.75	1230.90	85966	1311.10	1230.60	598589
Jun-23	1438.20	1327.35	87715	1438.55	1327.20	853872
Jul-23	1419.90	1387.75	96660	1421.20	1387.40	774637
Aug-23	1441.70	1398.50	62759	1441.60	1399.10	992134
Sep-23	1599.35	1424.85	115946	1600.25	1426.10	914084
Oct-23	1570.60	1423.15	109602	1570.40	1423.35	746817
Nov-23	1693.20	1392.10	149958	1694.95	1390.25	245983
Dec-23	1897.40	1675.45	156316	1898.15	1676.80	324672
Jan-24	2329.90	1952.65	400429	2329.90	1951.55	132891
Feb-24	2466.75	2152.15	298735	2466.80	2153.50	440333
Mar-24	2170.55	1881.70	166875	2173.15	1879.80	88388

### Share Performance of the Company in comparison to BSE Sensex



### Share Performance of the Company in comparison to NSE S&P CNX Nifty



### Equity History

Particulars	No. of shares issued (of ₹ 10 each)	Year of issue
Original Holding	18,00,000	1924
Bonus Issue	2,00,000	1947
Bonus Issue	10,00,000	1962
Bonus Issue	24,00,000	1968
Public Issue	18,00,000	1969
Bonus Issue	36,00,000	1977
Bonus Issue	36,00,000	1980
Public cum Rights Issue	56,00,000	1983
Shares allotted to Group Companies	44,89,800	1993
Rights Issue	53,97,700	1993
Bonus Issue	2,98,87,500	1995
Shares issued pursuant to the amalgamation of SmithKline Beecham Pharmaceuticals (India) Limited (SBPIL) with the Company in the ratio of one share of the Company for every two shares of SBPIL issued on 30 November 2001.	1,47,00,000	2001
Shares issued pursuant to the amalgamation of Burroughs Wellcome (India) Limited (BWIL) with the Company in the ratio of fourteen shares of the Company for every ten shares of BWIL issued on 29 October 2004.	1,28,47,546	2004
Buy back of equity shares	(26,19,529)	2005
Bonus Issue	8,47,03,017	2018
<b>Total</b>	<b>16,94,06,034</b>	

List of top ten shareholders of the Company other than Glaxo Group Limited, GlaxoSmithKline Pte Limited, Eskaylab Limited and Burroughs Wellcome International Limited who hold 35.99%, 28.10%, 6.94% and 3.97% shares, respectively are as follows:

Sr. No.	Name of Shareholder	% to Equity
1	Life Insurance Corporation of India	1.94
2	Aditya Birla Sun Life Trustee Private Limited	1.01
3	Nippon Life India Trustee Ltd	0.99
4	General Insurance Corporation of India	0.69
5	Kotak Equity Opportunities Fund	0.66
6	Investor Education and Protection Fund Authority	0.58
7	Quant Mutual Fund - Quant Mid Cap Fund	0.51
8	SBI Magnum Midcap Fund	0.48
9	Vanguard Total International Stock Index Fund	0.34
10	Vanguard Emerging Markets Stock Index Fund, A Series of Vanguard International Equity Index Funds	0.33
	<b>Total</b>	<b>7.53</b>

The distribution of shareholding as on 31 March 2024 is as follows:

Category (Shares)	No. of Holders	% To Holders	No. of Shares	% To Equity
Up to 25	48874	39.50	462836	0.27
26 to 50	15366	12.42	625520	0.37
51 to 100	16575	13.40	1390442	0.82
101 to 500	35287	28.52	8651043	5.11
501 to 1000	4743	3.83	3392156	2.00
1001 to 10000	2665	2.16	5914399	3.49
10001 and above	211	0.17	148969638	87.94
<b>Grand Total</b>	<b>123721</b>	<b>100.00</b>	<b>169406034</b>	<b>100.00</b>

Shareholding pattern as on 31 March 2024 is as follows:

Category	No. of Shares	%
Promoter and Promoter Group		
• Glaxo Group Limited, U.K.	60,970,500	35.99
• GlaxoSmithKline Pte Limited, Singapore	47,604,024	28.10
• Eskaylab Limited, U.K.	11,760,000	6.94
• Burroughs Wellcome International Limited, U.K.	6,720,000	3.97
Mutual Funds	7,636,512	4.50
Financial Institutions / Banks/ Insurance Companies	5,744,285	3.39
Foreign Institutional Investors/ NRI/ OCB	6,700,062	3.96
Bodies Corporates	1,641,058	0.97
Foreign Nationals	728	0.00
Individuals	19,515,532	11.52
Others	1,113,333	0.66
<b>Total</b>	<b>169,406,034</b>	<b>100.00</b>

Registrar and Share Transfer Agent	KFin Technologies Limited Unit: GlaxoSmithKline Pharmaceuticals Limited Selenium Tower B, Plot No 31 and 32 Gachibowli, Financial District, Nanakramguda, Serilingampally Hyderabad, Telangana – 500032 Tel No.: 040 - 67162222 Fax No.: 040 - 23001153 Contact Person: Mr. Premkumar Nair Email ID: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>
Share transfer system	The Directors and Company Secretary are authorized by the Board severally to approve transfers, which are noted at subsequent Board Meetings. In terms of amended Regulation 40 of Listing Regulations w.e.f. 1 April, 2019, transfer of securities in physical form shall not be processed unless the securities are held in the demat mode with a Depository Participant. Further, with effect from 24 January, 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/splitting/consolidation of securities, transmission/ transposition of securities. Vide its Circular dated 25 January, 2022, SEBI has clarified that listed entities/ RTAs shall now issue a Letter of Confirmation in lieu of the share certificate while processing any of the aforesaid investor service request.
Dematerialization of shares and liquidity	99.16% of the paid-up capital has been dematerialized as on 31 March 2024. Glaxo Group Limited, GlaxoSmithKline Pte Limited, Eskaylab Limited and Burroughs Wellcome International Limited, who jointly hold 75.00% of the paid-up share capital of the Company, hold their shares in the dematerialized form.
Outstanding GDRs/ADRs/Warrants or any convertible instruments conversion date and likely impact on equity	Not issued
Address for correspondence	Members correspondence should be addressed to the Company's Registrars and Share Transfer Agents at the address mentioned above.  Members may also contact Mr. Ajay Nadkarni, Company Secretary, at the Registered office of the Company for any assistance.  Tel. Nos. 022-24959595 Extension 433/434/415 Email ID : <a href="mailto:in.investorquery@gsk.com">in.investorquery@gsk.com</a> Members holding shares in electronic mode should address all their correspondence to their respective Depository Participant.
Plant	A-10, M I D C Area - Ambad, Nashik, Maharashtra 422001

#### OTHER DISCLOSURES

- Transactions with related parties are disclosed in Note 51 to the standalone financial statements in the Annual Report.
- The Financial Statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act. There is no change in the accounting treatment on any item during the year.
- Company has not obtained any credit rating for the financial year ended 31 March 2024.
- Company has not raised any funds through preferential allotment or QIP for the financial year ended 31 March 2024.
- Company has paid ₹ 132.31 lakhs as total fees for all services provided by Deloitte Haskins & Sells LLP, Statutory Auditors of the Company.
- Policy for related party transactions has been uploaded on the Company's website <https://india-pharma.gsk.com/en-in/investors/shareholder-information/policies/>.

- As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal Act, 2013 and Rules made thereunder, the Company has constituted internal committees at all its locations to redress complaints received regarding sexual harassment and recommend appropriate action. There was one sexual harassment case which was reported and closed during the year. The details are provided in the Management Discussion & Analysis Report.
- During the last three years, there were no strictures or penalties imposed by either the Securities and Exchange Board of India or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets.
- The Code of Conduct applicable to all Directors and employees of the Company have been posted on the Company's website. For the year under review, all Directors and Senior Management personnel of the Company have confirmed their adherence to the provisions of the said Code.
- The Company has put in place a whistle blower policy / vigil mechanism pursuant to which employees of the Company can raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company <https://gsk.com/speakup> and no one has been denied access to the Audit Committee.
- The Company has in place Risk Management Policy for Risk Assessment and Mitigation, and it is periodically reviewed by the Board Members.
- The Company is not dealing in commodity and hence disclosure pursuant to SEBI Circular dated 15 November 2018, is not required to be given.
- There is no Non-Compliance of any requirement of Corporate Governance Report of Sub para (2) to (10) of Part C of Schedule V of the Listing Regulations.
- All recommendations of committees are accepted by the Board. The Company has obtained CEO – CFO

certificate as required under Regulation 17(8) of the listing Regulations.

- There are no agreements that require disclosure under Regulation 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulation.

The Company has complied with all mandatory items of the Regulations 17 to 27 and Regulations (b) to (i) and (t) of sub-Regulation (2) of the Regulation 46 with schedule II and V of Listing Regulations.

## NON-MANDATORY REQUIREMENTS

### A. The Board

The Chairperson of the Board does not maintain a Chairperson's office at the Company's expense.

### B. Shareholders Right

The quarterly and half-yearly results are published in widely circulating national and local dailies such as The Economic Times and Business Standard, in English and Maharashtra Times, in Marathi. These are not sent individually to the shareholders but hosted on the website of the Company.

### C. Audit Qualification

There are no qualifications contained in the Audit Report.

### D. Separate post of Chairman and Managing Director

The posts of Chairman and Managing Director are separate.

### E. Reporting of Internal Auditors

The Internal Auditor of the Company reports to the Audit Committee and makes detailed presentations at quarterly meetings.

**On behalf of the Board of Directors**

**Ms. R. S. Karnad**  
Chairperson

Mumbai, 17 May 2024

## Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Company's code of Conduct

In accordance with Regulation 26(3) of the SEBI Listing Obligations & Disclosures Requirements (LODR), Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance to their respective Code of Conduct, as applicable to them, for the year ended 31 March 2024.

**For GlaxoSmithKline Pharmaceuticals Limited**

**Bhushan Akshikar**  
Managing Director

Mumbai, 17 May 2024

## PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

### TO THE MEMBERS OF GLAXOSMITHKLINE PHARMACEUTICALS LIMITED

We have examined the compliance of the conditions of Corporate Governance by GlaxoSmithkline Pharmaceuticals Limited ('the Company') for the year ended on 31 March 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 31 March 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

**P. N. PARIKH**  
FCS: 327 CP: 1228

UDIN: F000327F000387494  
PR No.: 1129/2021

Mumbai,  
Date: 17 May 2024



# Annexure 'C' to the Directors' Report

Report on corporate social responsibility (CSR) activities

## 1. Brief outline on CSR Policy of the Company.

Sustainable societies are built on healthy communities. To elevate the lives of community members and ensure their holistic well-being, it is critical to adequately empower them to become self-sufficient.

Your Company focuses on need-based community initiatives to address specified national objectives and assist people from underserved communities. Your Company works with its implementing partners to address specific national health priorities in line with select UN Sustainable Development Goals (SDGs).

Your Company contributes to nation-building through CSR programmes centred on healthcare and education.

The CSR policy has been designed in consonance with Section 135 of The Companies Act, 2013 to lay down the guidelines for undertaking CSR initiatives of your Company in accordance with the Companies Rules, 2014 as amended from time to time.

## 2. Composition of the CSR Committee:

Sl. No.	Name of 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.	Dr. (Ms.) Sunita Maheshwari	Chairperson- Non-Executive, Independent Director	2	2
2.	Anami Narayan Roy	Non-Executive, Independent Director	2	2
3.	Bhushan Akshikar	Managing 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.

[https://india-pharma.gsk.com/media/786327/csr-policy-annexure-3\\_csr-committee-composition.pdf](https://india-pharma.gsk.com/media/786327/csr-policy-annexure-3_csr-committee-composition.pdf)

[https://india-pharma.gsk.com/media/733606/csr-policy\\_revised-310715.pdf](https://india-pharma.gsk.com/media/733606/csr-policy_revised-310715.pdf)

<https://india-pharma.gsk.com/media/7612/csr-board-approved-project-fy23-24.pdf>

### 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 (attach the report).

Please find the summary report (link: <https://india-pharma.gsk.com/media/7679/final-impact-assessment-report-on-1f-fy-22-23.pdf>) for the impact assessment carried out voluntarily for Partnering India to eliminate Lymphatic Filariasis-Albendazole tablets programme

### 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 ₹ lakh)	Amount required to be setoff for the financial year, if any (in ₹ lakh)
1.	FY 20-21	1.25	0.00
2.	FY 21-22	0.05	0.00
3.	FY 22-23	1.64	0.00
	<b>Total</b>	<b>2.94</b>	<b>0.00</b>

### 6. Average net profit of the Company as per section 135(5): ₹ 81331.15 lakh

7.	a. Two percent of average net profit of the Company as per section 135(5)	₹ 1626.62 lakh
	b. Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	₹ 0.00
	c. Amount required to be set off for the financial year, if any	₹ 0.00
	d. Total CSR obligation for the financial year (7a+7b-7c).	₹ 1626.62 lakh

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

Total Amount Spent for the Financial Year. (in ₹ Lakh)	Amount Unspent (in ₹ Lakh)				
	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.	Date of transfer	Name of the fund	Amount	Date of Transfer
1629.02	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

**(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 (in Year)	Amount allocated for the project^ (in ₹ Lakh)	Amount spent in the current FY (in ₹ Lakh)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹ Lakh)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
<b>GSK Scholars</b>												
1.	Providing financial assistance to underserved students to pursue a career in medicine	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	19 States	Multiple locations	1	29895	29895	0.00	No	Give Foundation	CSR00000389
2.	Providing financial assistance to underserved students to pursue a career in medicine	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	13 States	Multiple locations	1	89.00	89.00	0.00	No	Foundation for Excellence	CSR00002053
<b>Mother and child healthcare</b>												
3.	Addressing child nutrition through a holistic approach	Promoting Healthcare; Eradicating Hunger, Poverty and Malnutrition; Sanitation	Yes	Maharashtra	Mumbai	1	84.02	84.02	0.00	No	Society for Nutrition, Education and Health Action	CSR00002137
4.	Awareness building on ante and post-natal care;	Promoting Healthcare; Eradicating Hunger, Poverty and Malnutrition; Sanitation	No	West Bengal	Kolkata	1	13.00	13.00	0.00	No	BITAN Institute for Training, Awareness and Networking	CSR00004091
<b>Upgrading classrooms to smart class</b>												
5.	Upgrading classroom to smart class that will benefit students in schools	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	Maharashtra	Nashik	1	91.44	91.44	0.00	No	Yuva Unstoppable	CSR00000473
<b>Holistic care for the underserved</b>												
6.	Holistic care for vulnerable underserved girls	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	Bihar	Patna	1	15.00	15.00	0.00	No	Nai Dharti	CSR00000078

(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 (in Year)	Amount allocated for the project <sup>^</sup> (in ₹ Lakh)	Amount spent in the current FY (in ₹ Lakh)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹ Lakh)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
<b>Mainstreaming out of school children</b>												
7.	Mainstreaming children who are school dropouts by enhancing their grade level competencies	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	Haryana	Gurugram	1	26.50	26.50	0.00	No	Sakshi	CSR00000232
<b>Home Away from Home</b>												
8	Home away from home for underprivileged families during their child's treatment for cancer	Promoting Healthcare; Eradicating Hunger, Poverty and Malnutrition; Sanitation	Yes	Maharashtra	Mumbai	1	40.00	40.00	0.00	No	St. Jude India Childcare Centers	CSR00001026
<b>Total</b>							<b>657.91</b>	<b>657.91</b>	<b>0.00</b>			

\* Note: Local area means project undertaken around Head/ Registered Office i.e. Mumbai.

<sup>^</sup> Amount allocated for the ongoing project is for FY 23-24 only.

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)		
				Location of the project				Mode of implementation Direct ( Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District				Name	CSR Registration number
1.	Partnering India to eliminate Lymphatic Filariasis (LF - also known as Elephant Foot)									
	Albendazole tablets contribution for supporting mass drug administration	Promoting Healthcare; Eradicating Hunger, Poverty and Malnutrition; Sanitation	No	Endemic districts in India	Endemic districts in India	84210	Yes	-	-	
	Educational Outreach Programme									
2.	Enhancing knowledge, skills, and career guidance for tribal students	Promoting Education, Including Special Education and Employment Enhancing Vocational Skills	No	Gujarat	Valsad	3090	No	Shrimad Rajchandra Educational Trust	CSR00003298	
	Project Monitoring and Evaluation									
3.	Monitoring and evaluation of CSR projects	NA	-	-	-	2140	No	-	-	
<b>Total</b>						<b>89440</b>				

\* Note: Local area means project undertaken around Head/ Registered Office i.e. Mumbai.

- (d) Amount spent in Administrative Overheads: ₹ 74.86 lakh  
 (e) Amount spent on Impact Assessment, if applicable: ₹ 1.85 lakh  
 (f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹1629.02 lakh  
 (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹ Lakh)
(i)	Two percent of average net profit of the Company as per section 135(5)	1626.62
(ii)	Total amount spent for the Financial Year	1629.02
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2.40
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2.40

**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 ₹ Lakh)	Amount spent in the reporting Financial Year (in ₹ Lakh)	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 ₹ Lakh)
				Name of the Fund	Amount (in ₹ Lakh)	Date of transfer	
	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Total</b>							

**(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 (In Years)	Total Amount allocated for the project (in ₹ Lakh)	Amount spent on the project in the reporting financial year (in ₹ Lakh)	Cumulative amount spent at the end of reporting Financial Year. (in ₹ Lakh)	Status of the project – Completed/ Ongoing
1	GSK Scholars Programme	Providing financial assistance to underserved students to pursue a career in medicine	FY 21-22	3	694.60	298.95	694.60	Completed
2	Society for Nutrition, Education and Health Action	Addressing child nutrition through a holistic approach	FY 21-22	4	321.68	84.02	242.39	Ongoing
3	Yuva Unstoppable	Smart classrooms in schools	FY 22-23	4	207.23	91.44	162.87	Ongoing
4	Nai Dharti	Holistic care for vulnerable underserved girls	FY 22-23	1	10.00	5.00	10.00	Completed
5	BITAN Institute for Training, Awareness and Networking	Awareness building on ante and post-natal care	FY 22-23	1	15.00	10.00	15.00	Completed
6	Sakshi	Mainstreaming children who are school dropouts by enhancing their grade level competencies	FY 22-23	1	28.00	8.00	28.00	Completed
<b>TOTAL</b>					<b>1276.51</b>	<b>497.41</b>	<b>1152.86</b>	

**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)**.

a.	Date of creation or acquisition of the capital asset(s).	Not Applicable
b.	Amount of CSR spent for creation or acquisition of capital asset	Not Applicable
c.	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Not Applicable
d.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Not Applicable

**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):

**Not Applicable**

**CSR committee responsibility statement**

Your CSR committee confirms that the implementation and monitoring of CSR Policy, is compliant with CSR objectives and policy of your Company.

Mumbai, 17 May 2024

**B. Akshikar**  
Managing Director

**Dr. (Ms.) S. Maheshwari**  
Chairperson, CSR Committee

# Annexure 'D' to the Director's Report

Secretarial Audit Report for the financial year ended 31 March, 2024

## FORM No. MR-3

(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,  
GlaxoSmithKline Pharmaceuticals Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GlaxoSmithKline Pharmaceuticals 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) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)
- (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,
  6. Competition (Amendment) Act, 2023,
  7. Digital Personal Data Protection Act, 2023.

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 report that the books of accounts of the Company and other relevant books and papers are maintained in electronic mode. The electronic books of accounts are always readily accessible from India and currently a daily back up is maintained on servers located outside India. The Company is in process of complying the provisions of the Act in this regard.

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. No changes in the composition of the Board of Directors took place during the period under review.

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, 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.

As per the minutes, 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 no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

### **'Annexure A'**

To,  
The Members  
GlaxoSmithKline Pharmaceuticals 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. Whereever 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

**P. N. Parikh**  
Partner  
FCS No: 327 CP No: 1228  
UDIN: F000327F000387439  
PR No.: 1129/2021

Place: Mumbai  
Date: 17.05.2024

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

For **Parikh & Associates**  
Company Secretaries

**P. N. Parikh**  
Partner  
FCS No: 327 CP No: 1228  
UDIN: F000327F000387439  
PR No.: 1129/2021

Place: Mumbai  
Date: 17.05.2024

# Annexure 'E' to Director's Report

Disclosure Pursuant to Section 134(3)(M) of the Companies Act 2013, read with rule 8 of the Companies (Accounts), Rules 2014.

## a) Conservation of Energy

- The Nashik facility was awarded the Water Trophy 2023 GSC Sustainability of GSK
- 1MWp Solar power plant commissioned- 15% of electric load will be through green energy.
- 5.1 MW solar plant (CO2 reduction be 163 MT; 237 MWH solar energy generation)
- 4500 KL rainwater harvest pond completed, providing 1.5 months of summer water supply
- Impact for climate change: water video for Nashik published in BBC and CoP'28
- Optimization of chiller operations (CO2 Emission reduction- 19.29 tCO2e)
- HVAC AHU frequency Optimization (CO2 reduction- 11 MT)
- Compressed air leakage arresting (Energy saving of 20736 KWH; CO2 Emission reduction- 14.28 tCO2e)
- Reduce refrigerant loss (CO2 reduction- 114 MT)

## b) Technology absorption:

- Laminated tube filling line for T-Bact Ointment 5g.
- India QR code compliance as per India regulatory requirements for 5 products covering 6 lines on time by 1 August 2023.
- Implementation of IRIS & fingerprint biometric access for EV system on Ointment Filling and packing equipment.
- Deployment of Sail Point to enable paperless user access system.
- Migration of ERP (Enterprise Resource Planning) production environment and all related applications to Azure Cloud as part of the Journey to Cloud (J2C) program.
- Online DFC weigh check weigher installation on Eltroxin packing lines eliminating risk of shortage.
- Laboratory incidents management through VQMS.
- Deployment of SLIMS Stability module in QC Laboratory.

## c) Foreign exchange earnings and Outgo:

(₹ in lakhs)

Particulars	FY 2024	FY 2023
Foreign exchange earnings	134,14.97	162,16.76
Expenditure in foreign currency	791,15.19	1562,99.54

On behalf of the Board of Directors

**Ms. R. S. Karnad**  
Chairperson

Mumbai, 17 May 2024

## Annexure 'F' to the Director's Report

Disclosure under Section 197 (12) of the Companies Act, 2013 and other disclosures as per Rule 5 of the Companies (Appointment & Remuneration of Key Managerial Personnel) Rules, 2014

- Ratio of Remuneration of Non-Executive Directors, Whole-time Directors & Key Managerial Personnel (KMP) to the median remuneration of the employees of the Company for the financial year ended 31 March 2024.

Sr no	Name of Directors & KMP's	Designation	Ratio to Median Remuneration	(%) Increase in remuneration in the financial year
1	Ms. R.S. Karnad	Chairperson, Non-Executive Director	2.13	-
2	Mr. M. Anand	Independent Director	1.73	-
3	Mr. P. V. Bhide	Independent Director	1.77	-
4	Dr (Ms). S. Maheshwari	Independent Director	1.60	-
5	Mr. A. N. Roy	Independent Director	1.60	-
6	Mr. D. Sundaram	Independent Director	1.77	-
7	B. Akshikar	Managing Director	43.76	23.0*
8	J. Chandu	Whole-time Director & CFO	42.89**	8.0
9	A. Nadkarni	Company Secretary	12.99	11.0

\*The percentage increase encompasses annual performance-based increment and a one-time adjustment for market correction

\*\*excludes payments (₹ 33.51 lakhs) made to him on account of international relocation

- There was 5.94% reduction\*\*\* in the median remuneration of employees.
- There were 3211 permanent employees on the rolls of the Company as on 31 March 2024.
- Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof:  
  
The average percentage increase made in the salaries of employees and managerial personnel was 10% in 2023-24 in line with market and Business growth.
- We affirm that the remuneration paid to Directors, Key Managerial Personnel and other Employees is as per the Remuneration Policy of the Company.

**On behalf of the Board of Directors**

**Ms. R. S. Karnad**  
Chairperson

Mumbai, 17 May 2024

\*\*\*The decrease in median is attributed to Voluntary Retirement Scheme (VRS) implemented in December 2023



# Financial Statements



# Independent Auditor's Report

**To The Members of GlaxoSmithKline Pharmaceuticals Limited**  
**Report on the Audit of the Standalone Financial Statements**

## Opinion

We have audited the accompanying standalone financial statements of **GlaxoSmithKline Pharmaceuticals Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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, ("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, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

## Basis for Opinion

We conducted our audit of the standalone financial statements 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 Responsibility 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 made 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p><b>Revenue recognition – Sale of products [Refer note 28 to the standalone financial statements]</b></p> <p>Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.</p>	<p><b>Principal audit procedures performed:</b></p> <ul style="list-style-type: none"> <li>Assessed the appropriateness of the Company's revenue recognition policy by mapping it with applicable accounting standards.</li> <li>Performed a walkthrough of the revenue business cycle to obtain an understanding of the relevant risks and controls around the timing of revenue recognition. Tested the design, implementation and operating effectiveness of the relevant controls around dispatches / deliveries.</li> <li>Our substantive audit procedures with regard to revenue recognition included testing inventory reconciliations and testing of cut-offs on a sample basis and performing analytical review procedures.</li> </ul>

## Information Other than the 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 in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report and Corporate Governance in Annual Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### 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, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments 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 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 and Board of Directors 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 the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibility 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 the 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 judgment and maintain professional skepticism throughout the audit. We also:

- 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.
- Obtain an understanding of internal financial controls 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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.
- 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, makes 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 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 financial controls 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 period 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 Section 143(3) of the Act, based on our audit, 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 not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India (refer Note 59 to the standalone financial statements).
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity 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 Ind AS 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) The observation relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.
- 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 A". 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 40 to the standalone financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any 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 its knowledge and belief, as disclosed in the note 57(iii) to the standalone 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, 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, other than as disclosed in the note 57(iv) to the financial statements, 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, 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.
- (c) Based on the audit procedures performed that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 58 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend

proposed is in accordance with section 123 of the Act, as applicable.

- vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2024 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 the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 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.

2. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “Annexure B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm’s Registration No. 117366W/W-100018)

**Rupen K. Bhatt**

Partner

(Membership No. 046930)

UDIN: 24046930BKEZWD5845

Place: Mumbai

Date: May 17, 2024

# Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 1(g) under ‘Report on Other Legal and Regulatory Requirements’ section of our report 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 **GlaxoSmithKline Pharmaceuticals Limited** (“the Company”) as at March 31, 2024 in conjunction with our audit of the standalone financial statements 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 with reference to standalone financial statements 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. 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 the 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.

### Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to standalone financial statements of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 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 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 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 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 control 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls 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 criteria for internal financial control with reference to standalone financial

statements 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 **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

**Rupen K. Bhatt**

Partner

(Membership No. 046930)

UDIN: 24046930BKEZWD5845

Place: Mumbai

Date: May 17, 2024

## Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date to the members of GlaxoSmithKline Pharmaceuticals Limited on the financial statements for the year ended March 31, 2024).

In terms of the information and explanations sought by us and given 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 Property, Plant and Equipment, capital work-in-progress and investment properties.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of verification of property, plant and equipment, capital work-in-progress and investment properties so to cover all the items once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, some of the Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on our examination of the registered sale deed / transfer deed / conveyance deed / court orders approving schemes of arrangements / amalgamations provided to us, we report that, the title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in (property, plant and equipment, capital work-in progress and investment property) are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) No proceedings have been 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 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories except for goods-in-transit, were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management

is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods-in-transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories / alternate procedures performed as applicable when compared with books of account.

- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has granted loans during the year and details of which are given below:

	Amount (₹)
A. Aggregate amount granted during the year:	
- Subsidiary	8,00 lakhs
- Others (Fellow Subsidiary)	25,00 lakhs
B. Balance outstanding as at balance sheet date in respect of above cases	
- Subsidiary	11,00 lakhs
- Others (Fellow Subsidiary)	-

The Company has not provided any advance in the nature of loans or guarantee or security to any other entity during the year.

- (b) The terms and conditions of the above-mentioned loans granted during the year are, in our opinion, *prima facie*, not prejudicial to the Company’s interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.



- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, 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 during the year. Hence, reporting under clause (iii)(f) is not applicable.
- (iv) The Company has complied with the provisions of sections 185 or 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013 in respect of its products. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for

maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Name of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount involved	Amount Unpaid
				(₹ in Lakhs)	(₹ in Lakhs)
Income - tax Act, 1961	Income-tax	Commissioner of Income Tax (Appeals)	2005-06 to 2007-08, 2010-11, 2013-14 to 2017- 2018, 2021-22	287,95.02	194,82.22
		Income Tax Appellate Tribunal	2001-02	88.02	88.02
<b>Total</b>				<b>288,83.04</b>	<b>195,70.24</b>
The Central Excise Act, 1944	Excise Duty	Appellate Authority - up to Commissioners / Revisional authorities Level	1991-92 to 1993-94, 1995-96 to 1997-98	14.89	14.89
		Customs, Excise and Service Tax Appellate Tribunal	1996-97 to 2002-03, 2010-11 to 2012-13	5,52.28	5,04.32
		High Court	1976-77 to 1980-81, 1987-88 to 1991-1992	1,60.83	1,60.83
<b>Total</b>				<b>7,28.00</b>	<b>6,80.04</b>
Custom Act, 1962	Custom Duty	Appellate Authority - up to Commissioners / Revisional authorities Level	1992-1993 to 1993-94, 2003-04 to 2013-14, 2017-18 to 2019-20	94.72	90.30
		Customs, Excise and Service Tax Appellate Tribunal	1994-95, 2017-18 to 2019-20	2,35.36	2,35.36
<b>Sub-total</b>				<b>3,30.08</b>	<b>3,25.66</b>
Finance Act, 1994	Service Tax	High Court	2000-01, 2002-03	1,29.20	1,29.20
		Commissioner of GST Audit	2016-17, 2017-18	5,26.27	5,26.27
<b>Total</b>				<b>6,55.47</b>	<b>6,55.47</b>

Name of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount involved	Amount Unpaid
				(₹ in Lakhs)	(₹ in Lakhs)
Sales Tax and Laws as per statutes applicable in various states	Sales Tax and VAT	Appellate Authority - up to Commissioners / Revisional authorities Level	1983-84, 1988-89 to 1994-95, 1996-97 to 2017-18	32,63.96	24,88.89
		Appellate Authority – Tribunal	1998-99 to 1999-00, 2001-02 to 2002-03, 2005-06 to 2012-13, 2014-15	55,41.03	54,80.69
		High Court	1990-91, 2001-02 to 2009-10	1,00.61	55.13
		Supreme Court	1993-94, 1994-95	42.14	42.14
<b>Total</b>				<b>89,47.74</b>	<b>80,66.85</b>
Central Goods and Services Tax Act, 2017	Goods and Services Tax	Appellate Authority - up to Commissioners / Revisional authorities Level	2017-18 to 2022-23	31,36.77	26,30.33
<b>Total</b>				<b>31,36.77</b>	<b>26,30.33</b>

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- (d) On an overall examination of the 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) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. The Company did not have any associate or joint venture during the year.
- (f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.
- (x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed 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.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report and provided to us, when performing our audit.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period

upto March 31, 2024 and the draft of the internal audit reports in respect of certain areas were issued after the balance sheet date covering the period April 1, 2023 to March 31, 2024 for the period under audit.

- (xv) In our opinion, during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (b) The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (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 and 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 indicating that 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) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (b) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

**Rupen K. Bhatt**

Partner

(Membership No. 046930)

UDIN: 24046930BKEZWD5845

Place: Mumbai

Date: May 17, 2024

# Standalone Balance Sheet

as at March 31, 2024

Particulars	Notes	₹ in lakhs	
		As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	279,35.86	281,00.75
Right of use assets	46	17,44.36	13,79.94
Capital work-in-progress	3	13,92.96	20,31.18
Investment property	4	89.73	1,04.11
Intangible assets	5	23,55.38	34,09.08
Financial assets			
(i) Investments	6	24,49.31	24,49.31
(ii) Loans	7	11,00.00	88,10.00
(iii) Other financial assets	8	10,19.10	12,08.35
Current tax assets (net)	45	208,46.08	208,46.08
Deferred tax assets (net)	45	145,94.79	133,18.17
Other non-current assets	9	46,68.09	44,41.35
		<b>781,95.66</b>	<b>860,98.32</b>
<b>Current assets</b>			
Inventories	10	514,29.50	437,70.14
Financial assets			
(i) Current Investments	11	813,22.33	518,28.88
(ii) Trade receivables	12	222,05.71	192,37.50
(iii) Cash and cash equivalents	13	62,14.91	29,74.32
(iv) Bank balances other than (iii) above	14	999,04.68	1,120,98.75
(v) Other financial assets	15	111,49.85	138,72.54
Other current assets	16	43,57.37	28,89.52
		<b>2,765,84.35</b>	<b>2,466,71.65</b>
		<b>3,547,80.01</b>	<b>3,327,69.97</b>
<b>TOTAL ASSETS</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	17	169,40.60	169,40.60
Other equity	18	1614,68.80	1583,59.33
		<b>1,784,09.40</b>	<b>1,752,99.93</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	19 & 46	6,46.91	3,45.54
(ii) Other financial liabilities	20	8.46	66.96
Provisions	21 & 27	246,21.12	253,54.99
		<b>252,76.49</b>	<b>257,67.49</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	22 & 46	12,19.59	12,08.38
(ii) Trade payables	23		
Total outstanding dues of micro enterprises and small enterprises		192.85	4,81.95
Total outstanding dues of creditors other than micro enterprises and small enterprises		611,31.61	413,74.33
(iii) Other financial liabilities	24	142,11.09	116,30.18
Other current liabilities	25	51,29.11	56,08.26
Provisions	26 & 27	393,51.98	417,79.10
Current tax liabilities (net)	45	298,57.89	296,20.35
		<b>1,510,94.12</b>	<b>1,317,02.55</b>
		<b>1,763,70.61</b>	<b>1,574,70.04</b>
		<b>3,547,80.01</b>	<b>3,327,69.97</b>

The accompanying notes 1 to 60 are an integral part of the Standalone Financial Statements

In terms of our report attached

For and on behalf of the Board of Directors

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

**R. S. Karnad**

Chairperson

DIN: 00008064

**B. Akshikar**

Managing Director

DIN: 09112346

**J. Chandy**

CFO & Whole-time Director

DIN: 09530618

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

**A. Nadkarni**

Company Secretary

FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024

# Standalone Statement of Profit and Loss

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Notes	Year ended March 31, 2024	Year ended March 31, 2023
<b>Continuing operations</b>			
<b>INCOME</b>			
Revenue from operations	28	3407,24.76	3216,34.34
Other income	29	123,47.84	101,51.26
<b>Total income</b>		<b>3530,72.60</b>	<b>3317,85.60</b>
<b>EXPENSES</b>			
Cost of materials consumed	30	504,99.41	394,35.02
Purchases of stock-in-trade	30	853,08.08	788,43.09
Changes in inventories of finished goods, stock-in-trade and work-in-progress	31	(69,64.44)	67,24.50
Employee benefits expense	32	624,39.03	594,98.57
Finance costs	33	1,79.87	1,81.08
Depreciation and amortization expense	34	69,67.96	65,76.72
Other expenses	35	593,77.61	571,90.53
<b>Total expenses</b>		<b>2578,07.52</b>	<b>2484,49.51</b>
<b>Profit before exceptional items and tax</b>		<b>952,65.08</b>	<b>833,36.09</b>
Exceptional items (net)	38	(143,61.54)	(96.79)
Profit before tax		809,03.54	832,39.30
<b>Tax expense:</b>	45		
Current tax		235,71.12	246,05.37
Deferred tax		(11,36.48)	(18,36.76)
		<b>224,34.64</b>	<b>227,68.61</b>
<b>Profit for the year from continuing operations</b>		<b>584,68.90</b>	<b>604,70.69</b>
<b>Discontinued Operations</b>	53		
Profit before tax from discontinued operations		-	4,12.63
Tax expense of discontinued operations		-	1,08.17
<b>Profit from discontinued operations (after tax)</b>		<b>-</b>	<b>3,04.46</b>
<b>Profit for the year</b>		<b>584,68.90</b>	<b>607,75.15</b>
<b>Other comprehensive (loss)</b>			
Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit plans	39	(5,56.83)	(8,06.69)
Income tax relating to items that will not be reclassified to profit or loss	45	1,40.14	2,03.03
		<b>(4,16.69)</b>	<b>(6,03.66)</b>
<b>Total comprehensive income for the year</b>		<b>580,52.21</b>	<b>601,71.49</b>
<b>Earnings per equity share</b>	47		
<b>Earnings per equity share from continuing operations</b>			
Basic and diluted earnings per share before exceptional item		40.83	35.72
Basic and diluted earnings per share after exceptional item		34.51	35.70
<b>Earnings per equity share from discontinued operations</b>			
Basic and diluted earnings per share		-	0.18
<b>Earnings per equity share from continuing operations &amp; discontinued operations</b>			
Basic and diluted earnings per share before exceptional item		40.83	35.90
Basic and diluted earnings per share after exceptional item		34.51	35.88
The accompanying notes 1 to 60 are an integral part of the Standalone Financial Statements			

In terms of our report attached

For and on behalf of the Board of Directors

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

**R. S. Karnad**

Chairperson

DIN: 00008064

**B. Akshikar**

Managing Director

DIN: 09112346

**J. Chandy**

CFO &amp; Whole-time Director

DIN: 09530618

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

**A. Nadkarni**

Company Secretary

FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024

# Standalone Statement of Cash Flows

for the year ended March 31, 2024

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before exceptional items and tax from :		
Continuing operations	952,65.08	833,36.09
Discontinued operations	-	4,12.63
	<b>952,65.08</b>	<b>837,48.72</b>
Adjustments for :		
Gain on disposal of property, plant and equipment (net)	(88.94)	(2.78)
Interest income	(68,53.94)	(70,26.28)
Gain on liquid investments	(48,77.62)	(30,77.85)
Finance costs	1,79.87	1,81.08
Depreciation and amortisation expense	69,67.96	65,76.72
Allowance for doubtful debts and advances	58.68	(7,36.44)
<b>Operating Profit before working capital changes</b>	<b>906,51.09</b>	<b>796,63.17</b>
<b>Change in operating assets and liabilities</b>		
(Increase)/Decrease in inventories	(76,59.36)	75,01.18
(Increase)/Decrease in trade receivables	(30,26.89)	20,22.83
Decrease/(Increase) in other assets	6,04.40	(52,95.82)
Increase/(Decrease) in trade payables	187,35.37	(138,56.13)
(Decrease)/Increase in provisions	(37,17.82)	81,61.20
Increase/(Decrease) in other liabilities	15,18.97	(24,35.08)
<b>Cash generated from operations</b>	<b>971,05.76</b>	<b>757,61.35</b>
Income taxes (paid) (net of refunds)	(252,66.75)	(262,86.38)
<b>Cash inflow from operating activities before exceptional items</b>	<b>718,39.01</b>	<b>494,74.97</b>
<b>Exceptional items:</b>		
Payment of redundancy cost	(163,30.27)	(9,10.55)
Income taxes on exceptional items	23,84.93	2,29.17
<b>Net cash generated from operating activities</b>	<b>578,93.67</b>	<b>487,93.59</b>
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payments to acquire property, plant and equipment and other intangible assets	(31,22.15)	(44,03.91)
Proceeds from sale of property, plant and equipment	2,76.90	1,45.65
Sale / redemption of mutual funds	2156,09.68	3201,27.46
Margin money deposits (placed) / matured	2,23.86	(68.48)
Investment/Redemption in bank deposits (having original maturity more than 3 months but less than 12 months)	(3379,29.87)	(1941,10.00)
Redemption / maturity of bank deposits (having original maturity more than 3 months but less than 12 months)	3500,76.00	3019,31.00
Investment in mutual funds	(2422,93.45)	(3323,19.26)

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Loan given to related parties	(33,00.00)	(103,50.00)
Loan repayment from related parties	110,10.00	220,00.00
Indirect taxes payables on sale of brands and other identified assets (Discontinued Operations)	-	(295,77.67)
Interest received	94,28.67	63,81.50
<b>Cash (outflow)/inflow from investing activities before exceptional items</b>	<b>(20.36)</b>	<b>797,56.29</b>
<b>Exceptional items:</b>		
Proceeds from sale of property	19,68.73	9,78.00
Income taxes on Exceptional items	(4,51.76)	(2,14.84)
<b>Net cash inflow from investing activities</b>	<b>14,96.61</b>	<b>805,19.45</b>
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid, other than on lease liabilities	(22.40)	(41.30)
Interest paid on lease liabilities	(1,57.47)	(1,39.78)
Principal payment of lease liabilities	(18,12.53)	(16,86.77)
Dividend paid to company's shareholders	(541,57.29)	(1525,49.99)
<b>Net cash outflow from financing activities</b>	<b>(561,49.69)</b>	<b>(1544,17.84)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>32,40.59</b>	<b>(251,04.80)</b>
Cash and cash equivalents at the beginning of the year	29,74.32	280,79.12
Cash and cash equivalents at the end of the year	62,14.91	29,74.32
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>32,40.59</b>	<b>(251,04.80)</b>
<b>NOTES:</b>		
Cash and cash equivalents include:		
Balances with banks		
Current accounts	62,14.91	29,70.32
Term deposits with original maturity period of less than three months	-	4.00
<b>Total</b>	<b>62,14.91</b>	<b>29,74.32</b>
The above Standalone Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 'Statement of Cash Flows'		

In terms of our report attached

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

Mumbai, May 17, 2024

For and on behalf of the Board of Directors

**R. S. Karnad**

Chairperson

DIN: 00008064

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

Mumbai, May 17, 2024

**B. Akshikar**

Managing Director

DIN: 09112346

**A. Nadkarni**

Company Secretary

FCS 10460

**J. Chandy**

CFO &amp; Whole-time Director

DIN: 09530618

# Standalone Statement of Change in Equity

for the year ended March 31, 2024

## (a) Equity share capital

	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the reporting period	169,40.60	169,40.60
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period	<b>169,40.60</b>	<b>169,40.60</b>

(₹ in lakhs)

## (b) Other equity

Particulars	Reserves and Surplus					Items of Other comprehensive income	Total Other Equity
	Capital reserve (i)	General reserve (ii)	Retained earnings (iii)	Capital redemption reserve (iv)	ESOP Reserve (v)	Remeasurements of the net defined benefit plans	
<b>Balance as at April 1, 2023</b>	(19,12.47)	790,74.14	828,11.64	2,61.95	(1,67.72)	(17,08.21)	1583,59.33
<b>Total comprehensive income</b>							
Profit for the year	-	-	584,68.90	-	-	-	584,68.90
Other comprehensive loss for the year	-	-	-	-	-	(4,16.69)	(4,16.69)
Share arrangements with Group for ESOP	-	-	-	-	(7,32.81)	-	(7,32.81)
<b>Transactions with owners of the company</b>							
Dividend on equity shares (₹ 32 per share)	-	-	(542,09.93)	-	-	-	(542,09.93)
<b>Balance as at March 31, 2024</b>	<b>(19,12.47)</b>	<b>790,74.14</b>	<b>870,70.61</b>	<b>2,61.95</b>	<b>(9,00.53)</b>	<b>(21,24.90)</b>	<b>1614,68.80</b>

(₹ in lakhs)

Particulars	Reserves and Surplus					Items of Other comprehensive income	Total Other Equity
	Capital reserve (i)	General reserve (ii)	Retained earnings (iii)	Capital redemption reserve (iv)	ESOP Reserve (v)	Remeasurements of the net defined benefit plans	
<b>Balance as at April 1, 2022</b>	(19,12.47)	790,74.14	1745,02.07	2,61.95	-	(11,04.55)	2508,21.14
<b>Total comprehensive income</b>							
Profit for the year	-	-	607,75.15	-	-	-	607,75.15
Other comprehensive loss for the year	-	-	-	-	-	(6,03.66)	(6,03.66)
Share arrangements with Group for ESOP	-	-	-	-	(1,67.72)	-	(1,67.72)
<b>Transactions with owners of the company</b>							
Dividend on equity shares (₹ 90 per share)	-	-	(1524,65.58)	-	-	-	(1524,65.58)
<b>Balance as at March 31, 2023</b>	<b>(19,12.47)</b>	<b>790,74.14</b>	<b>828,11.64</b>	<b>2,61.95</b>	<b>(1,67.72)</b>	<b>(17,08.21)</b>	<b>1583,59.33</b>

(₹ in lakhs)

- (i) Capital reserve includes Central Government subsidy and capital profit on reissue of shares forfeited of erstwhile Burroughs Wellcome (India) Limited as adjusted for the business combination transaction with GlaxoSmithKline Asia Private Limited (Refer Note 55) and is not available for distribution
- (ii) General reserve represents the transfer of profits from retained earnings.
- (iii) Retained earnings represents the cumulative profits of the Company which can be utilised in accordance with the provisions of the Companies Act, 2013.
- (iv) Capital redemption reserve is on account of buy back of equity shares and it is not available for distribution.
- (v) ESOP reserve is on account of Ultimate Holding Company's shares allotted to employees as ESOP due for vesting over a 3 year period.

In terms of our report attached

For and on behalf of the Board of Directors

### For Deloitte Haskins & Sells LLP

Chartered Accountants  
Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**  
Partner  
Membership No. 046930

**R. S. Karnad**  
Chairperson  
DIN: 00008064

**B. Akshikar**  
Managing Director  
DIN: 09112346

**J. Chandy**  
CFO & Whole-time Director  
DIN: 09530618

**D. Sundaram**  
Audit Committee Chairman  
DIN: 00016304

**A. Nadkarni**  
Company Secretary  
FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 1: Material accounting policies

### A. GENERAL INFORMATION

GlaxoSmithKline Pharmaceuticals Limited ('the Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on the BSE Ltd. (Bombay Stock Exchange) and the National Stock Exchange of India Ltd. (NSE). The registered office of the Company is located at Dr. Annie Besant Road, Worli, Mumbai 400 030.

The Company is engaged inter alia, in the business of manufacturing, distributing and trading in pharmaceuticals.

### B. MATERIAL ACCOUNTING POLICIES

#### a) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act") (as amended from time to time).

#### b) Basis of preparation

The standalone financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that are measured at fair value;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments.

The financial statements are presented in Indian Rupees which is the functional currency and presentation currency of the Company and all values are rounded to the nearest lakhs (INR 00,000), except where otherwise indicated.

#### c) Operating Cycle

The operating cycle of the Company is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. When the Company's normal operating cycle is not clearly identifiable, it is assumed to be twelve months.

#### d) Revenue recognition

The Company receives revenue for supply of goods to external customers against orders received. The majority of contracts that the Company enters into relate to sales

orders containing single performance obligations for the delivery of pharmaceutical and vaccine products. The average duration of a sales order is less than 12 months. Product revenue is recognised when control of the goods is passed to the customer. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. Product revenue represents net invoice value including fixed and variable consideration. Variable consideration arises on the sale of goods as a result of discounts and allowances given and accruals for estimated future returns and rebates. Revenue is not recognised in full until it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in the light of contractual and legal obligations, historical trends, past experience and projected market conditions.

#### Rendering of services

Income from clinical research and data management services, common cost allocation to group companies and manufacturing charges recovery is recognised in the accounting period in which the services are rendered based on terms of the agreement.

#### Rights of return

Certain contracts provide a customer with a right to return the goods within a specified period. GSK uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. The requirements in Ind AS 115 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, the Company recognises a sales return liability.

#### Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably)

#### e) Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items and the cost of bringing the asset to working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it meets the recognition criteria. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

Depreciation is provided on the straight-line method over the estimated useful lives of the assets as per the rates prescribed under Schedule II to the Companies Act, 2013 or re-assessed useful life based on technical evaluation as under:

• Factory Buildings	30 to 50 years
• Other Buildings	60 years
• Plant and Equipment	10 to 15 years
• Personal Computers and Laptops	3 to 5 years
• Other Computer Equipment	4 years
• Furniture and Fixtures	10 years
• Office Equipment	5 years
• Vehicles	5 years

Depreciation is provided pro-rata for the number of months available for use. Depreciation on sale / disposal of assets is provided pro-rata up to the end of the month of sale / disposal.

Leasehold building, leasehold land and leasehold improvements are amortised over the period of the lease.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised as income or expense in the statement of profit and loss.

Cost of items of property, plant and equipment not ready for intended use as on the balance sheet date is disclosed as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as capital advance under other non-current assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised

upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

## f) Intangible assets

Intangible assets are stated at cost of acquisition less accumulated amortisation / depletion and impairment loss, if any. The cost comprises of purchase price and any cost directly attributable to bringing the asset to its working condition for the intended use. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised as income or expense in the statement of profit and loss.

### Amortisation method and periods

Amortisation is charged on a straight-line basis over the estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period and adjusted prospectively, if appropriate.

Software expenditure have been amortised on a straight line basis over a period from 8 to 10 years.

## g) Impairment of non-financial assets

The carrying values of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. 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 cost of disposal and value in use. Any provision for impairment is charged to the income statement in the year concerned. Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## h) Leases

The Company recognises right of use assets under lease arrangements in which it is the lessee. Rights to use assets owned by third parties under lease agreements

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

are capitalised at the inception of the lease and recognised on the balance sheet. The corresponding liability to the lessor is recognised as a lease obligation. The carrying amount is subsequently increased to reflect interest on the lease liability and reduced by lease payments made. For calculating the discounted lease liability, the lessee's incremental borrowing rate is used. The incremental borrowing rate is calculated at the rate of interest at which the Company would have been able to borrow for a similar term and with a similar security the funds necessary to obtain a similar asset in a similar market.

Finance costs are charged to the income statement so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

Variable rents are not part of the lease liability and the right of use asset. These payments are charged to the income statement as incurred. If modifications or reassessments occur, the lease liability and right of use asset are re-measured. Right of use assets where title is expected to pass to the Company at a point in the future are depreciated on a basis consistent with similar owned assets. In other cases, right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

## i) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the statement of profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in

which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost.

**Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss.

### Current Investments

Current investments comprise mutual fund investments (limited life funds) which the Company holds with the intention to sell and which it may sell in the short term. Where acquired with this intention, they are measured at FVTPL. They are initially recorded at fair value and then remeasured at subsequent reporting dates to fair value. Unrealised gains and losses are recognised in the income statement

### Financial liabilities

All financial liabilities (other than derivative instruments) are subsequently measured at amortized cost using the effective interest method. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalised as a part of cost of an asset is included in the "Finance Costs"

### Trade Receivables

Trade receivables are measured in accordance with the business model under which each portfolio of trade receivables is held. Trade receivables measured at amortised cost are carried at the original invoice amount less allowances for expected credit losses.

Expected credit losses are calculated in accordance with the simplified approach permitted by IND AS 109, using a provision matrix applying lifetime historical credit loss experience to the trade receivables. The expected credit loss rate varies depending on whether, and the extent to which, settlement of the trade receivables is overdue and it is also adjusted as appropriate to reflect current economic conditions and estimates of future conditions. For the purpose of determining credit loss

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

rates, customers are classified into groupings that have similar loss patterns. The key drivers of the loss rate are the nature of the business unit and the location and type of customer.

When a trade receivable is determined to have no reasonable expectation of recovery it is written off, firstly against any expected credit loss allowance available and then to the income statement. Subsequent recoveries of amounts previously provided for or written off are credited to the income statement.

## j) Inventories

Inventories are valued at lower of cost and net realisable value. Cost is determined on weighted average cost basis. The cost of work-in-progress (other than those lying at third party manufacturing sites which is valued at material cost) and finished goods comprises of raw materials, direct labour, other direct costs and related production overheads, but excludes interest expense. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses.

The Company regularly assesses whether there is any indication of a diminution in the value of inventories. Such indications may include, but are not limited to, evidence of obsolescence, damage, changes in market conditions, or significant declines in selling prices. If there is objective evidence of a diminution in the value of inventories, the carrying amount of the inventories is reduced to their net realizable value.

## k) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, short-term balances (with an original maturity of three months or less from date of acquisition).

## l) Foreign currency transactions

Items included in the standalone financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The standalone financial statements are presented in Indian Rupee (INR), which is Company's functional and presentation currency.

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the statement of profit and loss.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other expenses/ income.

## m) Taxes

Income tax expense represents the sum of the current tax and deferred tax.

Current tax charge is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit and loss because some items of income or expense are taxable or deductible in different years or may never be taxable or deductible. The Company's liability for current tax is calculated using Indian tax rates and laws that have been enacted by the reporting date.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority.

The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is the tax expected to be payable or recoverable in the future arising from temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. It is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is calculated at the tax rates that are expected to apply

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

in the period when the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when the Company currently has a legally enforceable right to set-off the current income tax assets and liabilities.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Current and deferred tax is recognised in the statement of profit and 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.

## n) Employee benefits

### (a) Short Term Employee Benefits

A liability is recognised for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

### (b) Post-Employment Benefits

#### (i) Defined Contribution Plans

The Company's defined contribution plans are superannuation and employees' pension scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952) since the Company has no further obligation beyond making the contributions. The Company's contributions to these plans are charged to the statement of profit and loss as incurred.

#### (ii) Defined Benefits Plans

Liability for defined benefit plans is provided on the basis of valuations, as at the balance sheet date, carried out by an independent actuary.

### Gratuity and Post-Retirement Medical

The actuarial valuation method used for measuring the liability for gratuity and post-retirement medical is projected unit credit method. Actuarial gains and losses are recognised in the statement of other comprehensive income in the period of occurrence of such gains and losses. The obligations for gratuity and post-retirement medical are measured as the present value of estimated future cashflows discounted at rates reflecting the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations. The estimate of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors. The expected rate of return of plan assets is the Company's expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations. Plan assets are measured at fair value as at the balance sheet date.

### Provident Fund

Provident fund contributions are made to a Trust administered by the Company. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate. The actuarial valuation method, carried out by an independent actuary, used for measuring the liability for provident fund is projected accrued benefit method. This approach determines the present value of the interest rate guarantee under three interest rate scenarios: base case scenario, rising interest rate scenario and falling interest rate scenario. The defined benefit obligation of the interest rate guarantee is set equal to the average of the present values determined under these scenarios in respect of accumulated provident fund contributions as at the valuation date.

### (c) Other Long Term Benefit Plans

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

- (d) The expenditure on voluntary retirement schemes is charged to the statement of profit and loss in the year in which it is incurred.

**(e) Share Based Payment Arrangements**

In terms of a long-term incentive plan, the eligible members of the senior management are entitled to receive cash settled awards at the end of a three year 'restricted period', provided they remain in continuous employment with the Company for the aforesaid period. The value of such incentive is based on the price of shares of GlaxoSmithKline Plc, U.K. The above scheme is applicable for all grants to employees till 2022. Starting 2023, Incentives in the form of shares are provided to employees under share award schemes.

The fair values of these awards are calculated at their grant dates using a Black-Scholes option pricing model and charged to the income statement with a corresponding credit to ESOP Reserve over the relevant vesting periods. Recharge by the Group Company is accounted with a corresponding debit to ESOP Reserve.

**o) Investment property**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs All other repairs and maintenance costs are expensed when incurred.

Based on technical evaluation the following is the best estimate of period over which investment property is depreciated on a straight-line basis.

Asset	Management estimate of useful life
Factory Building	30 Years
Freehold Land	-

Any gain or loss on disposal of an investment property is recognised in statement of profit and loss.

**p) Investment in subsidiary**

Investment in subsidiary is carried at cost less impairment loss, if any, in the separate Standalone Financial Statements.

**q) Earnings per share**

Basic earnings per share is calculated by dividing the profit for the period attributable to the owners of Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares.

**r) Exceptional items**

When items of income or expense are of such nature, size or incidence that their disclosure is necessary to explain the performance of the Company for the year, the company makes a disclosure of the nature and amount of such items separately under the head "Exceptional items".

**s) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Managing Director of the Company has been identified as CODM and he is responsible for allocating the resources, assess the financial performance and position of the Company and makes strategic decisions.

The Company has identified one reportable segment "Pharmaceuticals" based on the information reviewed by the CODM. Refer note 50 for segment information presented.

**t) Provision and contingent liabilities**

A provision is recognised if as a result of a past event, the Company has a present obligation (legal or constructive) that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote.

## u) Discontinued operations and non-current assets held for sale

Discontinued operation is a component of the Company that has been disposed of or classified as held for sale and represents a major line of business.

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

## Note 2 : Critical estimates and judgements

The preparation of Standalone Financial Statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

### a Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

### b Estimation of useful life

Useful lives of tangible assets and intangible assets are based on the estimate by the management. The useful lives as estimated are same as prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on management estimate, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalized and which components of the cost of the asset may be capitalised.

The useful lives and residual values of Company's assets are determined by management at the time the asset is acquired and reviewed annually for appropriateness. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life such as changes in technology.

### c Provisions and contingent liabilities

The Company exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provision.

### d Impairment of assets

The Company reviews the carrying amounts of its property, plant and equipment, Capital work in progress and intangible assets, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Further details on the Company's accounting policies on this are set out in the accounting policy above. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires company to estimate the Fair value less cost of disposal.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 3 : Property, Plant and Equipment

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value
	As at April 1, 2023	Additions	Disposals	As at March 31, 2024	As at April 1, 2023	Charge for the Year	On Disposals	As at March 31, 2024	As at March 31, 2024
Freehold land	2.00	-	-	2.00	-	-	-	-	2.00
Leasehold land	3,68.03	-	-	3,68.03	50.04	-	-	50.04	3,17.99
Freehold buildings	28,55.77	-	3.10	28,52.67	4,26.32	54.73	0.80	4,80.25	23,72.42
Leasehold buildings	79,85.59	1,54.72	-	81,40.31	21,09.43	2,25.71	-	23,35.14	58,05.17
Plant and equipment (Refer Note 3(a) below)	349,61.69	31,44.26	10,68.24	370,37.71	191,01.30	29,28.88	10,48.50	209,81.68	160,56.03
Furniture and fixtures	45,50.72	1,31.04	68.80	46,12.96	20,26.65	4,26.74	8.51	24,44.88	21,68.08
Vehicles	12,42.90	3,10.91	4,20.82	11,32.99	5,98.38	2,22.58	3,15.19	5,05.77	6,27.22
Office equipment	16,88.48	4,21.33	7.65	21,02.16	12,42.31	2,80.55	7.65	15,15.21	5,86.95
<b>Total</b>	<b>536,55.18</b>	<b>41,62.26</b>	<b>15,68.61</b>	<b>562,48.83</b>	<b>255,54.43</b>	<b>41,39.19</b>	<b>13,80.65</b>	<b>283,12.97</b>	<b>279,35.86</b>

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value
	As at April 1, 2022	Additions	Disposals	As at March 31, 2023	As at April 1, 2022	Charge for the Year	On Disposals	As at March 31, 2023	As at March 31, 2023
Freehold land	2.00	-	-	2.00	-	-	-	-	2.00
Leasehold land	2,22.88	1,45.15	-	3,68.03	50.04	-	-	50.04	3,17.99
Freehold buildings	26,34.51	2,33.72	12.46	28,55.77	3,74.01	54.75	2.44	4,26.32	24,29.45
Leasehold buildings	77,73.58	2,12.02	0.01	79,85.59	18,44.17	2,65.27	0.01	21,09.43	58,76.16
Plant and equipment (Refer Note 3(a) below)	320,15.52	33,39.51	3,93.34	349,61.69	167,46.08	27,48.56	3,93.34	191,01.30	158,60.39
Furniture and fixtures	43,63.98	2,12.64	25.90	45,50.72	16,35.59	4,09.61	18.55	20,26.65	25,24.07
Vehicles	13,18.39	3,16.68	3,92.17	12,42.90	6,25.43	2,30.51	2,57.56	5,98.38	6,44.52
Office equipment	16,71.67	39.23	22.42	16,88.48	9,90.18	2,73.64	21.51	12,42.31	4,46.17
<b>Total</b>	<b>500,02.53</b>	<b>44,98.95</b>	<b>8,46.30</b>	<b>536,55.18</b>	<b>222,65.50</b>	<b>39,82.34</b>	<b>6,93.41</b>	<b>255,54.43</b>	<b>281,00.75</b>

### Notes:

#### Note 3 (a):

Plant and equipment includes computers.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Capital work-in-progress:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Balance	20,311.8	30,50.21
Additions	35,24.04	45,71.56
<b>Less:</b>		
Capitalisation	(41,62.26)	(55,90.59)
<b>Closing Balance</b>	<b>13,92.96</b>	<b>20,31.18</b>

(₹ in lakhs)

Particulars	As at March 31, 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	12,80.06	1,12.90	-	-	<b>13,92.96</b>

(₹ in lakhs)

Particulars	As at March 31, 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	17,34.44	2,56.65	29.08	11.01	<b>20,31.18</b>

## Project is overdue or has exceeded its cost compared to its original plan

(₹ in lakhs)

Particulars	As at March 31, 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	5,24.19	1.80	-	-	<b>5,25.99</b>

(₹ in lakhs)

Particulars	As at March 31, 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	7,10.18	-	-	11.01	<b>7,21.19</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 4 : Investment Property

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Gross carrying amount</b>		
Opening gross carrying amount	2,24.33	2,24.33
Additions	-	-
Closing gross carrying amount	2,24.33	2,24.33
<b>Accumulated Depreciation</b>		
Opening Accumulated Depreciation	1,20.22	1,05.84
Depreciation	14.38	14.38
Closing Accumulated Depreciation	1,34.60	1,20.22
<b>Net carrying amount</b>	<b>89.73</b>	<b>1,04.11</b>

### (i) Amounts recognised in the Statement of Profit and Loss for investment property

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation	(14.38)	(14.38)

### (ii) Estimation of fair value

The Company has two properties (March 31, 2023: two properties) that have been considered as Investment Properties. These comprise of two vacant land sites (March 31, 2023: two vacant land sites) that are not in operational use at present. In the view of the management, the fair market value of the land sites is not reliably measurable as there are very few recent transactions of comparable composition of these properties in the market. Further, the fair market value will be subject to numerous municipal deductions dependent upon the current use and intended use of the property. Based on the above, it is not possible to ascertain and disclose the range of fair market value. The estimated Ready Reckoner value at year end, based on latest published data and on current stated use, totals ₹296,94.26 lakhs (March 31, 2023: ₹225,95.73 lakhs). Ready Reckoner rates are the prices of residential property, land or commercial property for a given area that is published and regulated by the respective State Governments as a guide towards payment of stamp duty at the time of transaction. The Ready Reckoner Value is regarded as a gross value and does not represent the underlying fair market value of the properties. The company will further detail the fair value of its investment properties upon entering a committed agreement with a third party, unless an alternative reliable estimate of the fair value is attainable.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 5 : Intangible assets

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Amortisation			Net Carrying Value
	As at April 1, 2023	Additions	Disposals	As at March 31, 2024	As at April 1, 2023	Charge for the Period	As at March 31, 2024	As at March 31, 2024
<b>Intangible Assets</b>								
Computer Software	74,33.53	-	-	74,33.53	49,09.27	9,63.72	58,72.99	15,60.54
Technical knowhow	8,99.82	-	-	8,99.82	15.00	8998	1,04.98	794.84
<b>Total</b>	<b>83,33.35</b>	<b>-</b>	<b>-</b>	<b>83,33.35</b>	<b>49,24.27</b>	<b>10,53.70</b>	<b>59,77.97</b>	<b>23,55.38</b>

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Amortisation			Net Carrying Value
	As at April 1, 2022	Additions	Disposals	As at March 31, 2023	As at April 1, 2022	Charge for the Period	As at March 31, 2023	As at March 31, 2023
<b>Intangible Assets</b>								
Computer Software	74,04.59	28.94	-	74,33.53	39,54.85	9,54.42	49,09.27	25,24.26
Technical knowhow	-	8,99.82	-	8,99.82	-	15.00	15.00	8,84.82
<b>Total</b>	<b>74,04.59</b>	<b>9,28.76</b>	<b>-</b>	<b>83,33.35</b>	<b>39,54.85</b>	<b>9,69.42</b>	<b>49,24.27</b>	<b>34,09.08</b>

## Note 6 : Investments

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Unquoted Equity Instruments		
<b>In Subsidiary</b>		
Biddle Sawyer Limited	47,61.31	47,61.31
9,60,000 Equity Shares of ₹ 10 each fully paid		
Less: Provision for Impairment	(23,12.00)	(23,12.00)
	<b>24,49.31</b>	<b>24,49.31</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 7 : Non-current financial assets - Loans

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Loans to related parties - Unsecured considered good	11,00.00	88,10.00
	<b>11,00.00</b>	<b>88,10.00</b>

## Note 8 : Non-current financial assets - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Margin money / Deposit against bank guarantee	2,47.43	4,75.99
Security Deposits - Unsecured considered good	7,71.67	7,32.36
Security Deposits - Unsecured considered doubtful	2,41.34	2,41.34
Less: Allowance for doubtful deposits	(2,41.34)	(2,41.34)
	<b>10,19.10</b>	<b>12,08.35</b>

## Note 9 : Other non-current assets

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital advances	4,35.63	3,13.23
Less : Allowance for doubtful advances	(2,83.17)	(2,83.17)
	<b>1,52.46</b>	<b>30.06</b>
Balances with Government Authorities	12,53.15	12,46.94
Gratuity Asset	61.05	-
Sundry Deposits	31,40.83	30,56.61
Others	60.60	1,07.74
	<b>46,68.09</b>	<b>44,41.35</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 10 : Inventories (at lower of cost or net realisable value)

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Raw materials and Packing materials (includes in-transit as on March 31, 2024: NIL; March 31, 2023 ₹ 1,59.75 lakhs)	99,04.28	92,24.48
Work-in-progress	80.67	40.20
Finished goods	96,60.18	92,94.42
Stock-in-trade (includes in-transit as on March 31, 2024: ₹ 14,01.10 lakhs; March 31, 2023 ₹ 3,61.86 lakhs)	313,84.30	248,26.09
Stores and spares	4,00.07	3,84.95
	<b>514,29.50</b>	<b>437,70.14</b>

## Note 11 : Current Investments

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Quoted		
Investments measured at Fair value through profit and loss		
Investment in Mutual Funds	813,22.33	518,28.88
	<b>813,22.33</b>	<b>518,28.88</b>

## Note 12 : Trade receivables

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Unsecured, Considered good	222,05.71	192,37.50
Receivables which have significant increase in Credit Risk (Refer Note 48 C)	13,45.48	12,86.80
Less : Allowance for doubtful receivables	(13,45.48)	(12,86.80)
	<b>222,05.71</b>	<b>192,37.50</b>

During the year ended March 31, 2024 the Company has created a provision for doubtful debts of ₹58.68 lakhs (net) (Previous Year utilised allowance of ₹7,36.44 lakhs (net))

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Trade Receivables Ageing :-

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2024						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	175,60.33	43,39.94	1,11.59	46.57	22.23	1,25.05	222,05.71
(ii) Undisputed trade receivables - which have significant increase in credit risk	6.42	73.84	7.43	41.38	15.17	8,01.82	9,46.06
(iii) Disputed trade receivables - which have significant increase in credit risk	-	18.91	-	2.38	33.96	3,44.17	3,99.42
Less : Allowance for doubtful receivables							(13,45.48)
<b>Total</b>							<b>222,05.71</b>

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2023						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	178,06.79	9,65.73	49.86	17.35	23.81	3,73.96	192,37.50
(ii) Undisputed trade receivables - which have significant increase in credit risk	3.91	73.29	22.52	18.63	9.94	8,15.93	9,44.22
(iii) Disputed trade receivables - which have significant increase in credit risk	-	-	6.40	40.05	6.74	2,89.39	3,42.58
Less : Allowance for doubtful receivables							(12,86.80)
<b>Total</b>							<b>192,37.50</b>

## Note 13 : Cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with Banks:		
Current account	62,14.91	29,70.32
Term deposits with original maturity period of less than three months	-	4.00
	<b>62,14.91</b>	<b>29,74.32</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 14 : Bank balances other than cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Earmarked Balances:		
Unclaimed dividend accounts	18,59.82	19,12.46
Term deposits with original maturity period of more than three months but less than twelve months	979,42.87	1100,89.00
Margin money	1,01.99	97.29
	<b>999,04.68</b>	<b>1120,98.75</b>

## Note 15 : Current financial assets - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Receivable from group companies (Unsecured considered good)	99,88.69	124,33.26
Interest accrued on deposits with banks (Unsecured considered good)	9,00.84	14,07.63
Margin money/ Deposit against bank guarantee	2,28.67	-
Advances recoverable (Unsecured considered doubtful)	31.65	31.65
	<b>111,49.85</b>	<b>138,72.54</b>

## Note 16 : Other current assets

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with Government Authorities	13,21.57	4,37.45
Advance to Creditors	8,86.38	7,52.62
Prepayments and Prepaid Expenses	19,46.44	13,80.65
Others	2,02.98	3,18.80
	<b>43,57.37</b>	<b>28,89.52</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 17 : Equity Share Capital

(₹ in lakhs)

Particulars	As at	
	March 31, 2024	March 31, 2023
Authorised		
18,00,00,000 (March 31, 2023: 18,00,00,000) equity shares of ₹10 each	180,00.00	180,00.00
Issued		
16,94,15,420 (March 31, 2023: 16,94,15,420) equity shares of ₹10 each	169,41.54	169,41.54
Subscribed and Paid-Up		
16,94,06,034* (March 31, 2023: 16,94,06,034) equity shares of ₹10 each, fully paid up	169,40.60	169,40.60
	<b>169,40.60</b>	<b>169,40.60</b>

\* excludes 9,386 (March 31, 2023: 9,386) equity shares of ₹10 each of the Company (3,352 equity shares of ₹ 10 each of erstwhile Burroughs Wellcome (India) Limited) held in abeyance.

Particulars	As at		As at	
	March 31, 2024		March 31, 2023	
	Number of Shares	₹ in lakhs	Number of Shares	₹ in lakhs
<b>a) Reconciliation of the number of shares</b>				
Balance at the beginning of the year	16,94,06,034	169,40.60	16,94,06,034	169,40.60
Balance at the end of the year	<b>16,94,06,034</b>	<b>169,40.60</b>	<b>16,94,06,034</b>	<b>169,40.60</b>

### b) Rights, preferences and restrictions attached to equity shares:

The Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### c) Shares held by promoters of Company

Sr. No.	Promoter's Name	As at		As at	
		March 31, 2024		March 31, 2023	
		No. of Shares	% of total shares	No. of Shares	% of total shares
(i)	Glaxo Group Limited, U.K.	6,09,70,500	35.99%	6,09,70,500	35.99%
(ii)	Eskaylab Limited, U.K.	1,17,60,000	6.94%	1,17,60,000	6.94%
(iii)	Burroughs Wellcome International Limited	67,20,000	3.97%	67,20,000	3.97%
(iv)	GlaxoSmithKline Pte Limited, Singapore	4,76,04,024	28.10%	4,76,04,024	28.10%



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## d) Shares held by Holding company, ultimate holding company and subsidiaries of holding and ultimate holding company

Sr. No.	Promoter's Name	As at March 31, 2024		As at March 31, 2023	
		No. of Shares	% Shareholding	No. of Shares	% Shareholding
(i)	Glaxo Group Limited, U.K. (subsidiary of ultimate holding company)	6,09,70,500	35.99%	6,09,70,500	35.99%
(ii)	Eskaylab Limited, U.K. (subsidiary of ultimate holding company)	1,17,60,000	6.94%	1,17,60,000	6.94%
(iii)	Burroughs Wellcome International Limited (subsidiary of ultimate holding company)	67,20,000	3.97%	67,20,000	3.97%
(iv)	GlaxoSmithKline Pte Limited, Singapore (subsidiary of ultimate holding company)	4,76,04,024	28.10%	4,76,04,024	28.10%

## e) Details of equity shares held by shareholders holding more than 5% shares of the aggregate shares in the Company:

Promoter's Name	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% Shareholding	No. of Shares	% Shareholding
Glaxo Group Limited, U.K.	6,09,70,500	35.99%	6,09,70,500	35.99%
GlaxoSmithKline Pte Limited, Singapore	4,76,04,024	28.10%	4,76,04,024	28.10%
Eskaylab Limited, U.K.	1,17,60,000	6.94%	1,17,60,000	6.94%

## Note 18 : Other equity

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Capital redemption reserve	2,61.95	2,61.95
General reserve	790,74.14	790,74.14
Capital reserve (Refer Note 55)	(19,12.47)	(19,12.47)
ESOP Reserve	(9,00.53)	(1,67.72)
Retained earnings (Including Other Comprehensive Income)	849,45.71	811,03.43
	<b>1614,68.80</b>	<b>1583,59.33</b>

## Note 19 : Non-current financial liabilities

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Lease liabilities (Refer Note 46)	6,46.91	3,45.54
	<b>6,46.91</b>	<b>3,45.54</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 20 : Non-current financial liabilities - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits received (Unsecured)	8.46	66.96
	<b>8.46</b>	<b>66.96</b>

## Note 21 : Non-current provisions

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
For Pricing matters (Refer Note 27 and 41)	122,70.82	122,70.82
For employee benefits (Refer Note 39)		
Gratuity	-	4,56.32
Leave encashment and compensated absences	25,30.98	31,59.67
Post retirement medical and other benefits	80,29.86	74,80.78
For long term incentive plan (Refer Note 27 and 52)	-	1,97.94
For divestment / restructuring (Refer Note 27)	1,92.96	1,92.96
For others (Refer Note 27)	15,96.50	15,96.50
	<b>246,21.12</b>	<b>253,54.99</b>

## Note 22 : Current financial liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Lease liabilities (Refer Note 46)	12,19.59	12,08.38
	<b>12,19.59</b>	<b>12,08.38</b>

## Note 23 : Trade payables

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises (Refer Note 44)	1,92.85	4,81.95
Total outstanding dues of creditors other than micro enterprises and small enterprises	611,31.61	413,74.33
	<b>613,24.46</b>	<b>418,56.28</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Trade Payables Ageing :-

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2024						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	98.34	66.43	6.95	0.24	20.89	<b>1,92.85</b>
(ii) Others	246,379.0	202,70.55	149,03.95	7,95.43	5,74.5	4,66.33	<b>611,31.61</b>

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2023						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	4,63.72	11.85	0.57	0.02	5.79	<b>4,81.95</b>
(ii) Others	182,85.44	141,17.72	79,01.85	7,15.64	2,67.81	85.87	<b>413,74.33</b>

## Note 24 : Current financial liabilities - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Unclaimed dividends *	18,59.82	19,12.46
Salaries, wages, bonus and employee benefits payable	105,45.17	85,87.60
Creditors for capital goods	6,95.59	1,71.30
Rationalisation relating to a manufacturing site	1,30.28	1,30.28
Other Payables	9,80.23	8,28.54
	<b>142,11.09</b>	<b>116,30.18</b>

\* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund

## Note 25 : Other current liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues including provident fund and tax deducted at source	43,74.06	49,00.43
Advance from Customers	7,55.05	7,07.83
	<b>51,29.11</b>	<b>56,08.26</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 26 : Current provisions

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
For employee benefits (Refer Note 39)		
Leave encashment and compensated absences	3,98.13	4,34.88
Post retirement medical and other benefits	4,77.72	4,48.39
For long term incentive plan (Refer Note 27 and 52)	7,45.80	4,38.14
For expected sales returns (Refer Note 27)	82,94.00	130,76.79
For others (Refer Note 27)	294,36.33	273,80.90
	<b>393,51.98</b>	<b>417,79.10</b>

## Note 27 : Movement in provisions

(₹ in lakhs)

Particulars	Pricing matters Refer note (i)	Long term Incentive Plan Refer note 52	Divestment / Restructuring Refer note (i)	Expected Sales Returns Refer note (ii)	Associated cost to Impairment and cost to sell	Severance pay	Provision for Zinetac (Other costs) Refer note (iii)	Others Refer note (iv)
<b>Balance as at April 1, 2023</b>	122,70.82	6,36.08	1,92.96	130,76.79	5,00.00	2,90.57	6,58.53	275,28.30
Add: Provision during the year	-	8,49.86	-	26,89.18	-	-	-	51,83.03
Less: Amounts utilised/ reversed during the year	-	7,40.14	-	74,71.97	5,00.00	-	-	26,27.60
<b>Balance as at March 31, 2024</b>	<b>122,70.82</b>	<b>7,45.80</b>	<b>1,92.96</b>	<b>82,94.00</b>	<b>-</b>	<b>2,90.57</b>	<b>6,58.53</b>	<b>300,83.73</b>
<b>Balance as at April 1, 2022</b>	122,70.82	9,95.72	1,92.96	91,83.75	5,00.00	3,66.34	6,58.53	214,63.70
Add: Provision during the year	-	5,94.07	-	95,49.96	-	-	-	77,07.57
Less: Amounts utilised/ reversed during the year	-	9,53.71	-	56,56.92	-	75.77	-	16,42.97
<b>Balance as at March 31, 2023</b>	<b>122,70.82</b>	<b>6,36.08</b>	<b>1,92.96</b>	<b>130,76.79</b>	<b>5,00.00</b>	<b>2,90.57</b>	<b>6,58.53</b>	<b>275,28.30</b>

### Notes:

- (i) Pricing matters and Divestment/ Restructuring : Provision for pricing matters and Divestment/ Restructuring made for probable liabilities/ claims arising out of pending dispute, litigations/ commercial transactions with statutory authorities/ third parties. The outflow with regard to the said matters depends on the exhaustion of remedies available to the Company under the law and hence the Company is not able to reasonably ascertain the timing of the outflow. Also refer note 41.
- (ii) Expected sales returns: This represents provision made for expected sales returns. Revenue is adjusted for the expected value of returns.
- (iii) Provision for Zinetac (Other costs) : This represents provision for incidental costs and other related costs for the Zinetac inventory pending to be destroyed.
- (iv) Consists mainly of provisions in respect of indirect tax matters.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 28 : Revenue from operations

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>A. Sale of products</b>		
Sale of products	3385,94.06	3181,40.07
	<b>3385,94.06</b>	<b>3181,40.07</b>
<b>B. Other operating revenue</b>		
Service income	11,09.41	24,85.03
Exchange gain (net)	52.27	-
Manufacturing charges recovery	9,33.01	8,98.41
Others	36.01	1,10.83
	<b>21,30.70</b>	<b>34,94.27</b>
<b>Total Revenue from operations (A + B)</b>	<b>3407,24.76</b>	<b>3216,34.34</b>
<b>C. Revenue from contracts with customers disaggregated based on geography (Refer Note 51)</b>		
Revenue from the Country of Domicile- India	3401,68.57	3197,31.63
Revenue from foreign countries	5,56.19	19,02.71
	<b>3407,24.76</b>	<b>3216,34.34</b>
<b>D. Reconciliation of gross revenue with revenue from contracts with customers</b>		
Gross revenue	3716,85.02	3497,79.93
Less:		
<b>Trade discounts, volume rebates, etc.</b>	330,90.96	316,39.86
<b>Net revenue recognised from contracts with customers</b>	<b>3385,94.06</b>	<b>3181,40.07</b>

## Note 29 : Other income

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest income on:		
Deposits with banks	66,04.13	63,17.96
Loans	2,49.81	7,08.32
Others	32.13	40.07
Gain on liquid investments	48,77.62	30,77.85
Gain on disposal of Property, Plant and Equipment (net)	88.94	2.78
Others	4,95.21	4.28
	<b>123,47.84</b>	<b>101,51.26</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 30 : Cost of materials consumed

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Cost of materials consumed	504,99.41	394,35.02
	<b>504,99.41</b>	<b>394,35.02</b>
Purchases of stock-in-trade	853,08.08	788,43.09
	<b>853,08.08</b>	<b>788,43.09</b>

## Note 31 : Changes in inventories of Finished Goods, Stock-in-Trade and Work-In-Progress

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Opening stock</b>		
Finished goods	9,294.42	135,85.00
Stock-in-trade	24,826.09	272,27.35
Work-in-progress	40.20	72.86
	<b>341,60.71</b>	<b>408,85.21</b>
<b>Less: Closing stock</b>		
Finished goods	96,60.18	92,94.42
Stock-in-trade	313,84.30	248,26.09
Work-in-progress	80.67	40.20
	<b>411,25.15</b>	<b>341,60.71</b>
	<b>(69,64.44)</b>	<b>67,24.50</b>

## Note 32 : Employee benefits expense

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, wages and bonus	568,55.91	541,72.49
Contributions to : Provident and pension funds (Refer Note 39)	21,40.94	21,58.89
Gratuity funds (Refer Note 39)	7,35.82	8,63.75
Share based payments to employees	11,39.70	2,53.34
Staff welfare expense	15,66.66	20,50.10
	<b>624,39.03</b>	<b>594,98.57</b>

\* Net off recharges

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 33 : Finance Costs

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On Security deposits	22.40	41.30
Interest in respect of financial lease liability	1,57.47	1,39.78
	<b>1,79.87</b>	<b>1,81.08</b>

## Note 34 : Depreciation and amortization expense

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On Property, Plant and Equipment (Refer Note 3)	41,39.19	39,82.34
On Investment Properties (Refer Note 4)	14.38	14.38
On Other Intangible assets (Refer Note 5)	10,53.70	9,69.42
On Right to use Assets (Building) (Refer Note 46)	17,60.69	16,10.58
	<b>69,67.96</b>	<b>65,76.72</b>

## Note 35 : Other expenses

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Sales promotion	109,36.32	109,12.34
Stock point commission	21,00.82	19,47.44
Freight	53,85.36	52,37.04
Travelling	73,28.08	75,93.12
Exchange loss (net)	-	8,84.36
Manufacturing charges	85,32.19	73,84.66
Repairs:		
Buildings	8,85.03	9,56.87
Plant and Machinery	11,82.44	9,67.32
	<b>20,67.47</b>	<b>19,24.19</b>
Consumption of stores and spares	7,61.19	5,96.44
Power, fuel and water	29,63.67	29,59.67
Rent	2,00.52	2,09.79
Rates and taxes	48,38.08	63,97.11
Printing, postage and telephones	16,47.13	11,63.26
Sales training, briefing and conference	16,55.71	4,76.41
Insurance	7,93.33	5,10.38
Remuneration to auditors :		
Statutory audit fees	1,22.31	1,10.62

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
In other capacity in respect of :		
Tax audit fees	10.00	7.42
Other services	-	-
Reimbursement of expenses	-	1.38
	<b>1,32.31</b>	<b>1,19.42</b>
Cost audit fees	6.56	5.70
Corporate social responsibility (Refer Note 37)	15,54.16	12,80.65
Commission to non whole-time Directors	1,25.00	1,28.92
Directors' sitting fees	39.50	46.00
Legal and professional fees	22,82.16	22,83.18
Miscellaneous	60,28.05	51,30.45
	<b>593,77.61</b>	<b>571,90.53</b>

\* Net off recharges

## Note 36 :

The recurring expenditure on research and development charged off to statement of profit and loss amounts to ₹ 2,54.37 lakhs (Previous Year: ₹ 1,90.99 lakhs)

## Note 37 : Expenses towards CSR

Expense towards activities relating to Corporate Social Responsibility in compliance with section 135 of the Companies Act, 2013 is as under:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
a) Amount required to be spent by the company during the year*	16,26.62	13,46.34
b) Amount of expenditure incurred	16,29.02	13,47.97
c) Nature of CSR activities	Partnering India to eliminate lymphatic filariasis (LF); GSK Scholars – Enabling future healthcare professionals; Healthy School Environment - The right of every child.	Partnering India to eliminate lymphatic filariasis (LF); GSK Scholars – Enabling future healthcare professionals; Healthy School Environment - The right of every child.
d) Details of related party transactions	8,42.10	6,33.29
e) Where the provision is made with respect to a liability incurred by entering into a contractual obligation , the movement in provision	NA	NA

\*The above includes allocation of ₹ 74.86 lakhs (Previous Year ₹ 67.32 lakhs) towards Corporate Social Responsibility which are shown under Employee Benefits Expenses in note 32.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 38 : Exceptional Items (net)

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Profit on sale of property	19,68.73	9,64.39
Redundancy Costs (Refer Note (a) below)	(163,30.27)	(11,36.95)
Others	-	75.77
	<b>(143,61.54)</b>	<b>(96.79)</b>

### Notes:

- a) On account of one off VRS (Voluntary Retirement Scheme) cost of ₹ 107,94.48 lakhs and other employee dues of ₹ 55,35.79 lakhs (Previous year due to restructuring cost of manufacturing and commercial organisation).

## Note 39 : Employee benefit obligations

The company obtained actuarial reports as required by IND AS 19 (Employee Benefits) based on which disclosures have been made in the financial statement for the year ended March 31, 2024. The disclosures as required by the IND AS 19 are as below.

### (i) Defined Contribution Plan

The Company's defined contribution plans are superannuation and employees' pension scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952). The obligation of the Company is limited to the amount contributed and it has no further contractual or constructive obligation.

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Charge to the Statement of Profit and Loss based on contributions:</b>		
Superannuation	1,78.89	1,99.45
National Pension Scheme	2,08.83	2,21.61
Employees' pension scheme	4,43.31	4,92.60

### (ii) Defined Benefit Plan

#### Gratuity

The Company makes annual contributions to an income tax approved irrevocable trust gratuity fund to finance the plan liability, a funded defined benefit plan for qualifying employees. The scheme provides for payment as under:

- On normal retirement / early retirement / withdrawal / resignation: As per the provisions of the Payment of Gratuity Act, 1972 with vesting period of 5 years of service.
- On death in service: As per the provisions of the Payment of Gratuity Act, 1972 without any vesting period.

#### Post - Retirement medical benefit

The Company earmarks liability towards unfunded Post - Retirement medical benefit and provides for payment to vested employees. The benefits under the plan are in form of a medical benefit paid to employees post their employment with the Company.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Provident Fund

The liability of the Company on the exempt Provident Fund managed by the trustees is restricted to the interest shortfall if any.

## Leave Encashment and compensated absences

The scheme is a non-contributory defined benefit arrangement providing benefits expressed in terms of a multiple of final monthly salary. The liability for leave encashment and compensated absences as at year end is ₹ 29,29.11 lakhs. (March 31, 2023: ₹ 35,94.55 lakhs).

Based on the actuarial valuations obtained, the following table sets out the status of the gratuity plan, post retirement medical benefits and provident fund and the amounts recognised in the Company's Standalone Financial Statements as at balance sheet date:

Particulars	(₹ in lakhs)					
	Year ended March 31, 2024			Year ended March 31, 2023		
	Gratuity	Post retirement medical and other benefits	Provident Fund	Gratuity	Post retirement medical and other benefits	Provident Fund
	(Funded plan)	(Non-funded plan)	(Funded plans)	(Funded plan)	(Non-funded plan)	(Funded plans)
<b>(i) Change in Defined Benefit Obligation</b>						
Opening defined benefit obligation	102,43.53	79,29.17	669,63.14	104,31.86	65,20.91	645,89.15
Amount recognised in Statement of profit and loss/ Capitalised						
Current service cost	7,46.60	63.67	13,09.53	7,81.40	55.40	12,81.32
Past service cost	-	-	-	-	-	-
Interest cost	7,30.38	5,72.88	48,68.65	7,05.21	4,42.86	44,57.78
	<b>14,76.98</b>	<b>6,36.55</b>	<b>61,78.18</b>	<b>14,86.61</b>	<b>4,98.26</b>	<b>57,39.10</b>
Amount recognised in other comprehensive income						
Actuarial loss / (gain) arising from:						
Financial assumptions	2,89.28	2,69.96	17,07.74	(3,34.05)	(4,06.56)	10,24.15
Demographic assumptions	-	-	-	-	-	-
Experience adjustment	2,91.50	1,40.06	4,77.19	(3,89.64)	16,88.80	(9,25.11)
	<b>5,80.78</b>	<b>4,10.02</b>	<b>21,84.93</b>	<b>(7,23.69)</b>	<b>12,82.24</b>	<b>99.04</b>
Contributions by employee	-	-	36,02.83	-	-	36,96.37
Liabilities assumed on acquisition/(settled on divestiture)	-	-	(6,12.09)	-	-	(3,42.95)
Benefits paid	(39,83.92)	(4,68.16)	(83,95.81)	(9,51.25)	(3,72.24)	(62,84.10)
Less : In process of transfer to EPFO	-	-	-	-	-	(5,33.47)
<b>Closing defined benefit obligation</b>	<b>83,17.37</b>	<b>85,07.58</b>	<b>699,21.18</b>	<b>102,43.53</b>	<b>79,29.17</b>	<b>669,63.14</b>
<b>(ii) Change in Fair Value of Assets</b>						
Opening fair value of plan assets	97,87.21	-	654,34.06	86,63.75	-	640,84.22
Amount recognised in the Statement of Profit and Loss/Capitalised						
Expected return on plan assets	7,41.16	-	48,68.65	6,22.86	-	44,57.78
Amount recognised in other comprehensive income						
Actuarial gain / (loss)	4,33.97	-	4,77.19	(2,48.15)	-	(9,25.11)
Contributions by employer	14,00.00	-	13,09.53	17,00.00	-	12,81.32
Contributions by employee	-	-	36,02.83	-	-	36,96.37

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024			Year ended March 31, 2023		
	Gratuity	Post retirement medical and other benefits	Provident Fund	Gratuity	Post retirement medical and other benefits	Provident Fund
	(Funded plan)	(Non-funded plan)	(Funded plans)	(Funded plan)	(Non-funded plan)	(Funded plans)
Assets Acquired on acquisition/(settled on divestiture)	-	-	(612.09)	-	-	(3,42.95)
Benefits paid	(39,83.92)	-	(83,95.81)	(9,51.25)	-	(62,84.10)
Less : In process of transfer to EPFO	-	-	-	-	-	(5,33.47)
<b>Closing fair value of plan assets</b>	<b>83,78.42</b>	<b>-</b>	<b>666,84.36</b>	<b>97,87.21</b>	<b>-</b>	<b>654,34.06</b>
Actual return on Plan Assets	11,75.13	-	53,45.84	3,74.71	-	35,32.67
<b>(iii) Amount recognised in the Statement of Profit and Loss</b>						
Service Cost:						
Current service cost	746.60	63.67	13,09.53	781.40	55.40	12,81.32
Past service cost	-	-	-	-	-	-
Net interest expense	(10.78)	5,72.88	-	82.35	4,42.86	-
Less : Capitalised	-	-	0.38	-	-	-
Less : Employee Cost cross charged to group company	-	-	-	-	-	(36.09)
<b>Components of defined benefit costs recognised in the Statement of Profit and Loss</b>	<b>7,35.82</b>	<b>6,36.55</b>	<b>13,09.91</b>	<b>8,63.75</b>	<b>4,98.26</b>	<b>12,45.23</b>
<b>(iv) Amount recognised in Other Comprehensive Income</b>						
Remeasurement on the net defined benefit liability:						
Return on plan assets (excluding amounts included in net interest expense)	4,33.97	-	4,77.19	(2,48.15)	-	(9,25.11)
Actuarial gain / (loss) arising from changes in demographic assumptions	-	-	-	-	-	-
Actuarial gain / (loss) arising from changes in financial assumptions	(2,89.28)	(2,69.96)	-	3,34.05	4,06.56	-
Actuarial gain / (loss) arising from changes in experience adjustments	(2,91.50)	(1,40.06)	(4,77.19)	3,89.65	(16,88.80)	9,25.11
<b>Components of defined benefit costs recognised in Other Comprehensive Income</b>	<b>(1,46.81)</b>	<b>(4,10.02)</b>	<b>-</b>	<b>4,75.55</b>	<b>(12,82.24)</b>	<b>-</b>
<b>(v) Amount recognised in the Balance Sheet</b>						
Present value of obligations as at year end	83,17.37	85,07.58	699,21.18	102,43.53	79,29.17	669,63.14
Fair value of plan assets as at year end	83,78.42	-	699,21.18	97,87.21	-	669,63.14
<b>Net (asset) / liability recognised as at year end</b>	<b>(61.05)</b>	<b>85,07.58</b>	<b>-</b>	<b>4,56.32</b>	<b>79,29.17</b>	<b>-</b>
<b>(vi) The major categories of plan assets are as follows:</b>						
Government of India Securities	2%		49%	3%		51%
Other debt instruments	9%		39%	8%		39%
Special Deposit Scheme	0%		0%	0%		0%
Insurer managed funds	89%		0%	89%		0%
Equity instruments	0%		9%	0%		6%
Others	0%		3%	0%		4%

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

Particulars	Year ended March 31, 2024			Year ended March 31, 2023		
	Gratuity	Post retirement medical and other benefits	Provident Fund	Gratuity	Post retirement medical and other benefits	Provident Fund
	(Funded plan)	(Non-funded plan)	(Funded plans)	(Funded plan)	(Non-funded plan)	(Funded plans)
<b>(vii) Principal actuarial assumptions used</b>						
Discount rate (p.a.)	7.20%	7.20%	7.20%	7.50%	7.50%	7.50%
Expected rate of return on plan assets (p.a.)	7.20%		7.75%	7.50%		8.18%
Salary escalation rate	5.00% - 7.00%			5.00% - 7.00%		
Mortality rate	Indian Assured Lives Mortality (2012-14) Ult table.	Indian Assured Lives Mortality (2012-14) Ult table.		Indian Assured Lives Mortality (2012-14) Ult table.	Indian Assured Lives Mortality (2012-14) Ult table.	
Expected retirement age of employees (years)	60	60		60	60	
Annual increase in health care premiums (p.a.)		5.00%			5.00%	

## (viii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	Year ended March 31, 2024		Year ended March 31, 2023	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement) - Gratuity	-4.32%	4.66%	-4.34%	4.69%
Future salary growth (0.5% movement) - Gratuity	4.12%	-3.92%	4.17%	-3.96%
Discount rate (0.5% movement) - Post retirement medical benefit	-5.23%	5.76%	-5.24%	5.77%
Medical inflation rate (1% movement)	11.50%	-9.60%	11.51%	-9.58%
Life expectancy +/- 1 year	2.90%	-2.99%	2.81%	-2.90%

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When one variable is changed, it affects others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

Expected contribution to post employment benefit plans for the year ended March 31, 2025 is ₹ 8,00.00 lakhs (March 31, 2024: ₹ 12,00.00 lakhs)

The weighted average duration of defined benefit obligation is 8.96 years (March 31, 2023: 9.02 years).

The expected maturity analysis of un-discounted Gratuity and Post employment medical benefits is as below:

March 31, 2024	(₹ in lakhs)				
	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligations (Gratuity)	8,98.33	6,57.80	22,47.66	150,11.66	188,15.45
Post employment medical benefits	4,77.72	5,09.46	16,72.78	225,42.84	252,02.80
<b>Total</b>	<b>13,76.05</b>	<b>11,67.26</b>	<b>39,20.44</b>	<b>375,54.50</b>	<b>440,18.25</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

March 31, 2023	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligations (Gratuity)	10,10.24	8,76.44	28,59.30	195,42.30	242,88.28
Post employment medical benefits	4,48.39	4,75.94	15,77.26	227,76.97	252,78.56
<b>Total</b>	<b>14,58.63</b>	<b>13,52.38</b>	<b>44,36.56</b>	<b>423,19.27</b>	<b>495,66.84</b>

## Note 40 : Contingent liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>A. Contingent Liabilities not provided for:</b>		
(i) Cheques discounted with banks	-	1,88.48
(ii) In respect of claims made against the Company not acknowledged as debts by the Company		
(a) Sales tax matters	33,52.14	27,76.58
(b) Excise and custom matters	7,82.38	7,82.38
(c) Service tax matters	1,55.47	1,55.47
(d) Goods and Service tax matters	9,80.71	-
(e) Labour matters	65,45.69	62,83.65
(f) Other legal matters (Refer Note 42)	19,03.00	26,32.00
	<b>137,19.39</b>	<b>126,30.08</b>
(iii) Income-tax matters in respect of which appeals are pending		
Tax on matters in dispute	238,20.36	222,40.00
<b>Notes:</b>		
Future cash outflows in respect of (i) above are dependant on the return of cheques by banks.		
Future cash outflows in respect of (ii) above are determinable on receipt of decisions / judgements pending with various forums / authorities, hence it is not practicable for the Company to estimate the timing of cash outflow, if any.		
The Company does not expect any reimbursement in respect of above contingent liabilities.		
<b>B. Commitments</b>		
(i) Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided for (Refer Note (a) below)	8,55.93	7,92.58
(ii) Uncalled liability on partly paid shares:		
- in Hill Properties Limited (Refer Note (b) below)	0.04	0.04

### Notes:

- (a) Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided mainly comprises the miscellaneous capitalisations at site.
- (b) Future cash outflow is dependent on the call to be made by Hill Properties Limited.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 41 : Pricing Matters

The demand of ₹71,79.00 lakhs made by the Central Government on the Company in respect of Betamethasone bulk drugs and formulations made therefrom during the period May 1981 to August 1987 has been under litigation for a period spanning over 30 years. Pursuant to the special leave petition of the Central Government in the Supreme Court of India against the Delhi High Court's Judgment and Order dated October 19, 2001 which was held in favour of the Company, the Supreme Court has, vide its Judgement and Order dated March 31, 2011, upheld the demand. The Company had accrued a liability of ₹18,68.00 lakhs in earlier years and a further provision of ₹53,11.00 lakhs was accrued in 2011.

Based on legal advice, the Company has filed an application in the Supreme Court seeking, inter alia, clarifications on some aspects of the Judgment and directions for recomputation of the demand. Simultaneously, the Company without prejudice to and subject to the outcome of the application filed in the Supreme Court, has tendered as a further deposit, an amount of ₹ 63,60.00 lakhs, which together with the amount of ₹ 8,19.00 lakhs previously deposited with the Government, aggregates the demand of ₹ 71,79.00 lakhs made by the Government in November 1990. The Company filed a review petition in the Supreme Court which was rejected in March 2012.

In October 1996, the Government had claimed interest of ₹ 117,66.00 lakhs for the period May 12, 1981 to October 17, 1996, for which no provision was made in earlier years. The Government had vide letter dated May 4, 2011 called upon the Company to discharge the entire liability, including upto date interest calculated at 15% p.a., and had vide letter dated October 10, 2011, raised a demand on the Company for the interest amount amounting to ₹ 247,44.00 lakhs. Without prejudice to the position that interest is not payable, the Company had recognized a provision of ₹ 247,44.00 lakhs in respect of the Government's claim for interest in 2011. The Company had filed a writ petition at Delhi High Court against the above demand which had been admitted. The Company also filed stay applications which were dismissed and the Company had filed a Special Leave Petition (SLP) before the Supreme Court for stay of the interest demand until final determination of the writ petition filed in the Delhi High Court. The Supreme Court on hearing the above SLP, passed an order on April 3, 2012. The said order stayed the Demand Notice dated October 10, 2011 during the pendency of the writ petition at the Delhi High Court subject to the Company depositing ₹ 136,82.00 lakhs in three equal installments within six month's time from the date of order. All three instalments have been deposited with the Government. The Supreme Court, vide its order dated October 5, 2012, directed the Delhi High Court to dispose of the writ petition as expeditiously as possible. The Company's counsel has been routinely appearing in the matter. Next date of the matter is July 03, 2024.

## Note 42 : Matters in respect of erstwhile Burroughs Wellcome (India) Limited (BWIL):

- (i) The Government of India, Ministry of Chemicals and Fertilisers, New Delhi, passed a final order on July 21, 1993, directing erstwhile BWIL to pay an amount of ₹ 1,91.15 lakhs along with interest due thereon from the date of default into the Drugs Prices Equalisation Account (DPEA) in respect of a bulk drug procured by erstwhile BWIL during the period April 1981 to April 1983.

Erstwhile BWIL filed a writ petition in August 1993 which was admitted by the Bombay High Court. After hearing both the parties, the High Court granted an interim injunction restraining the Government of India from taking any action in furtherance of and/or implementation of the order dated July 21, 1993 or from in any manner seeking to compel erstwhile BWIL to deposit any amount into the DPEA, pending the hearing and final disposal of the petition on the condition that erstwhile BWIL furnishes a bank guarantee for ₹ 2,00.00 lakhs from a nationalised bank and undertakes to pay the amount demanded with interest at the rate of 20% per annum in case the petition fails.

Erstwhile BWIL had accordingly furnished the required bank guarantee. If calculated on the basis of correct data, taking into account set offs claimable for earlier years for which data has been provided by erstwhile BWIL, no amount will be payable by the Company and accordingly no provision in that respect is considered necessary. The Company's stand that the demand is not sustainable has been confirmed by an eminent counsel. The Government of India's application in the Supreme Court praying that the writ petition be transferred to the the Supreme Court from the Bombay High Court was not allowed and the Company's writ petition is pending hearing by the Bombay High Court.

- (ii) Erstwhile BWIL had made an application to the Government of India for approval under Section 198(4) of the Companies Act, 1956, in respect of payment to the Managing Director and three whole time Directors amounting to ₹ 10.93 lakhs for the year ended August 31, 1986, which was in accordance with the minimum remuneration provided in the agreements entered into with them prior to erstwhile BWIL becoming public, which required such Government of India's sanction. The approval is still awaited.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 43 : Matters in respect of erstwhile SmithKline Beecham (India) Limited:

- (i) ₹ 1,44.44 lakhs received from Beckman Instruments International S.A. on account of disputed alleged additional commission has been included under non-current provisions and Income tax paid thereon aggregating ₹ 64.77 lakhs has been included under other non-current assets. The Company is contesting the matter with the concerned authorities.
- (ii) Refund of surtax ₹ 96.81 lakhs, and interest thereon amounting to ₹ 48.52 lakhs, received during 1994, have not been adjusted against the provision for tax in the books of accounts and recognised as income respectively, since the Income tax department had filed a reference application against the income tax tribunal's order which was pending before the High Court of Karnataka. The Company has received an order dated April 18, 2007 from the High Court of Karnataka which is partially in the Company's favour. On the basis of the aforesaid order, Income Tax Appellate Tribunal (ITAT), Bangalore will pass an order giving directions. On receipt of the ITAT order, the Company will take appropriate steps in the matter.

## Note 44 : Disclosures as required by Micro, Small and Medium Enterprises Development Act, 2006 are as under:

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
(a) The principal amount and the interest due thereon remaining unpaid to suppliers		
(i) Principal	1,38.32	4,30.20
(ii) Interest due thereon	54.53	51.75
	<b>1,92.85</b>	<b>4,81.95</b>
(b) (i) The delayed payments of principal amount paid beyond the appointed date during the entire accounting year	17,45.35	18,15.16
(ii) Interest actually paid under Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(c) (i) Normal Interest accrued during the year, for all the delayed payments, as per the agreed terms	-	-
(ii) Normal Interest payable for the period of delay in making payment, as per the agreed terms	-	-
(d) (i) Total Interest accrued during the year	2.78	-
(ii) Total Interest accrued during the year and remaining unpaid	2.78	-
The above information regarding Micro, Small and Medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.		

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 45 : Tax expense

### (a) Amounts recognised in the Statement of Profit and Loss

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Current tax (for continuing and discontinued operations)		
Current tax on profits for the year	235,71.12	247,13.54
<b>Total current tax expense</b>	<b>235,71.12</b>	<b>247,13.54</b>
Deferred tax (for continuing and discontinued operations)		
In respect of current year	(11,36.48)	(18,36.76)
Total Deferred tax (benefit) / expense	<b>(11,36.48)</b>	<b>(18,36.76)</b>
<b>Total tax expense</b>	<b>224,34.64</b>	<b>228,76.78</b>
<b>Total tax expense attributable to :-</b>		
from continuing operations	224,34.64	227,68.61
from discontinued operations	-	1,08.17
<b>Total tax expense</b>	<b>224,34.64</b>	<b>228,76.78</b>

### (b) Amounts recognised in Other Comprehensive Income (OCI)

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Items that will not be reclassified to the Statement of Profit and Loss</b>		
Current tax (income):		
Remeasurements of the defined benefit plans	(1,40.14)	(2,03.03)

### (c) Reconciliation of effective tax rate

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Profit before tax from continuing and discontinued operations	809,03.54	836,51.93
Tax using the Company's domestic tax rate at 25.168% on Normal Profit	203,76.30	213,10.74
Tax using the Company's domestic tax rate in terms of Long Term Capital Gain at 22.88%	4,51.76	2,14.84
<b>Total Tax</b>	<b>208,28.06</b>	<b>215,25.58</b>
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	4,09.39	3,38.85
Unrealised Profit on Mutual Funds	(7,07.14)	-
Physician Samples disallowed and added back in the computation	6,07.87	5,04.40
Payment to Doctors (HCP Payment estimated Basis)	12,78.61	4,84.75
Other items	17.85	23.20
<b>Total tax Expense</b>	<b>224,34.64</b>	<b>228,76.78</b>

Consequent to the reconciliation items shown above, the effective tax rate is 27.72% (Financial Year 2022-23: 27.35%)



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (d) Movement in deferred tax balances

(₹ in lakhs)

Particulars	Balance as at April 1, 2023	Recognised in the Statement of Profit and Loss	Recognised in OCI	Balance as at March 31, 2024
<b>Deferred tax asset</b>				
Provision for Employee Benefits	29,34.32	(2,55.30)	1,40.14	28,191.6
Voluntary retirement schemes	6,57.87	19,17.68	-	25,75.55
Allowance for doubtful debts	3,93.26	14.77	-	4,08.03
Interest on income tax refund not accounted but considered as taxable under the Income Tax Act,1961	16,30.54	-	-	16,30.54
Expenses allowable for tax purpose when paid	95,21.79	(6,46.71)	-	88,75.08
<b>Total Deferred tax asset</b>	<b>151,37.78</b>	<b>10,30.44</b>	<b>1,40.14</b>	<b>163,08.36</b>
<b>Deferred tax liabilities</b>				
Fiscal allowance on Property, Plant and Equipment and Other Intangible assets	(18,19.61)	1,06.04	-	(17,13.57)
<b>Deferred tax asset (net)</b>	<b>133,18.17</b>	<b>11,36.48</b>	<b>1,40.14</b>	<b>145,94.79</b>

(₹ in lakhs)

Particulars	Balance as at April 1, 2022	Recognised in the Statement of Profit and Loss	Recognised in OCI	Balance as at March 31, 2023
<b>Deferred tax asset</b>				
Provision for Employee Benefits	29,44.98	(2,13.69)	2,03.03	29,34.32
Voluntary retirement schemes	9,05.46	(2,47.59)	-	6,57.87
Allowance for doubtful debts	5,78.37	(1,85.11)	-	3,93.26
Interest on income tax refund not accounted but considered as taxable under the Income Tax Act,1961	16,30.54	-	-	16,30.54
Expenses allowable for tax purpose when paid	71,07.60	24,14.19	-	95,21.79
<b>Total Deferred tax asset</b>	<b>131,66.95</b>	<b>17,67.80</b>	<b>2,03.03</b>	<b>151,37.78</b>
<b>Deferred tax liabilities</b>				
Fiscal allowance on Property, Plant and Equipment and Other Intangible assets	(18,88.57)	68.96	-	(18,19.61)
<b>Deferred tax asset (net)</b>	<b>112,78.38</b>	<b>18,36.76</b>	<b>2,03.03</b>	<b>133,18.17</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (e) The details of income tax assets and income tax liabilities as at March 31, 2024 and March 31, 2023

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Current Tax Assets (Net)	208,46.08	208,46.08
Current Tax Liabilities (Net)	298,57.89	296,20.35
<b>Net current income tax (liability) at the end</b>	<b>(90,11.81)</b>	<b>(87,74.27)</b>

The gross movement in the current tax (liability)/asset for the year ended March 31, 2024 and March 31, 2023 is as follows:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Net current income tax (liability)/asset at the beginning	(87,74.27)	(103,32.79)
Income tax Paid	233,33.58	262,72.06
Current Income Tax Expense	(235,71.12)	(247,13.54)
<b>Net current income tax (liability) at the end</b>	<b>(90,11.81)</b>	<b>(87,74.27)</b>

### Note 46 : Leases

#### Future contractual charges on leases:

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis:

(₹ in lakhs)

0-1 years	1-2 years	2-3 years	3-4 years	4-5 years	Above 5 years
12,99.37	5,92.13	78.24	-	-	-

#### Right of use asset

(₹ in lakhs)

Particulars	Buildings
Balance as on April 1, 2023	13,79.94
Additions	21,25.11
Less: Depreciation	(17,60.69)
<b>Balance as on March 31, 2024</b>	<b>17,44.36</b>

#### Other financial lease liabilities

(₹ in lakhs)

Particulars	Buildings
<b>Lease liabilities recognised as at April 1, 2023</b>	<b>15,53.92</b>
Additions	21,25.11
Add: Interest accrued during the period	1,57.47
Less: Payments	(19,70.00)
<b>Lease liabilities recognised as at March 31, 2024</b>	<b>18,66.50</b>
Current lease liabilities	12,19.59
<b>Non current lease liabilities</b>	<b>6,46.91</b>

#### Borrowing rate - discounting rate used by the Company

The lessee's weighted average incremental borrowing rate applied to the lease liabilities was 4.84% to 7.59%.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 47 : Earnings per share

Particulars		Year ended March 31, 2024	Year ended March 31, 2023
Profit after tax from continuing operations	₹ in lakhs	584,68.90	604,70.69
Profit after tax from discontinued operations	₹ in lakhs	-	3,04.46
Profit after tax from continuing and discontinued operations	₹ in lakhs	<b>584,68.90</b>	<b>607,75.15</b>
Weighted average number of shares	Nos.	169,406,034	169,406,034
Earnings per share before Exceptional items from continuing operations (Basic and Diluted)	₹	40.83	35.72
Earnings per share after Exceptional items from continuing operations (Basic and Diluted)	₹	34.51	35.70
Earnings per share from discontinued operations (Basic and Diluted)	₹	-	0.18
Earnings per share before Exceptional items from continuing and discontinued operations (Basic and Diluted)	₹	40.83	35.90
Earnings per share after Exceptional items from continuing and discontinued operations (Basic and Diluted)	₹	34.51	35.88
Face value per share	₹	10	10

## Note 48 : Financial instruments - Fair value and Risk Management

### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities including their levels presented below.

Particulars	As at March 31, 2024	As at March 31, 2023
(₹ in lakhs)		
Financial assets at amortised cost *		
Security Deposits	7,71.67	7,32.36
Margin money/ Deposit against bank guarantee	4,76.10	4,75.99
Loans to related parties	11,00.00	88,10.00
Trade receivables	222,05.71	192,37.50
Cash and cash equivalents	62,14.91	29,74.32
Bank balances other than Cash and cash equivalents	999,04.68	1120,98.75
Interest accrued on deposits with bank	9,00.84	14,07.63
Receivable from group companies	99,88.69	124,33.26
Advances recoverable	31.65	31.65
<b>Total financial assets</b>	<b>1415,94.25</b>	<b>1582,01.46</b>

\*Excludes investments in subsidiary

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Financial assets at Fair value through profit and loss	813,22.33	518,28.88
<b>Current Investments</b>	<b>813,22.33</b>	<b>518,28.88</b>

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Financial liabilities at amortised cost</b>		
Lease liabilities	18,66.50	15,53.92
Security deposits received	8.46	66.96
Payable to employees	105,45.17	85,87.60
Unclaimed dividends	18,59.82	19,12.46
Trade payables	613,24.46	418,56.28
Creditors for capital goods	6,95.59	1,71.30
Rationalisation relating to a manufacturing site	1,30.28	1,30.28
Other Payables	9,80.23	8,28.54
<b>Total financial liabilities</b>	<b>774,10.51</b>	<b>551,07.34</b>

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Items of income, expenses, gains or losses related to financial instruments:</b>		
<b>Net Gain/(losses) on financial assets and financial liabilities measured at fair value through profit and loss (FVTPL)</b>		
Gain/(losses) on fair valuation or sale of investments	48,77.62	30,77.85

## B. 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 Standalone Financial Statements.

### (a) Financial instruments that are recognised and measured at fair value

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.

**Level 1** : It includes financial instruments measured using quoted prices

**Level 2** :The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (a) Fair value of financial assets measured at Fair value through Profit and loss

(₹ in lakhs)

Financial assets measured at Fair value	Fair value hierarchy	Fair value as at		Valuation technique(s) and key input(s)
		As at March 31, 2024	As at March 31, 2023	
<b>Financial assets</b>				
Investments				
Mutual fund investments	Level -1	813,22.33	518,28.88	Net asset value published by Mutual Fund
<b>Total financial assets</b>		<b>813,22.33</b>	<b>518,28.88</b>	

## (b) Fair value of financial assets and liabilities measured at amortised cost\*

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Financial assets</b>		
Security Deposits		
Carrying value	7,71.67	7,32.36
Fair value	7,71.67	7,32.36
Margin money/ Deposit against bank guarantee		
Carrying value	4,76.10	4,75.99
Fair value	4,76.10	4,75.99
Loan to Related Parties		
Carrying value	11,00.00	88,10.00
Fair value	11,00.00	88,10.00
*Excludes investments in subsidiary		
<b>Financial liabilities</b>		
Lease liabilities		
Carrying value	18,66.50	15,53.92
Fair value	18,66.50	15,53.92
Security deposits received		
Carrying value	8.46	66.96
Fair value	8.46	66.96

The impact of fair valuation of the above Financial assets and liabilities is considered to be insignificant and hence carrying value and the fair value is considered to be same.

The carrying amounts of Trade receivables, Cash and cash equivalents, Bank balances other than Cash and cash equivalents, Interest accrued on deposits with bank, Receivable from group companies, Advances recoverable, Payable to employees, Unclaimed Dividends, Trade payables, Creditors for capital goods, Rationalisation relating to a manufacturing site and Other Payables are considered to be the same as their fair values due to their short term nature.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

### Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

### Trade and other receivables

The Company's trade receivables are largely from sales made to wholesale customers and direct sales to hospitals with a smaller proportion of sales to Indian Government Institutions. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer, demographics of the customer and the default risk of the industry.

The Company manages credit risk through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators have undergone change, it has not affected the customers of the Company substantially, hence the Company expects the historical trend of minimal credit losses to continue. The impairment loss as at March 31, 2024 relates to customers that have defaulted on their payments to the Company and are not expected to be able to pay their outstanding balances, mainly due to economic circumstances.

In case of receivables from wholesale customers and hospitals, the Company has followed a provision approach consistent with expected credit loss approach as per IndAS 109.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

Summary of the Company's ageing of outstanding from various customers and impairment for expected Credit Loss is as follows:

(₹ in lakhs)

As at March 31, 2024	Gross Carrying amount	Expected Credit Losses	Carrying amount of trade receivables (net of Expected Credit loss)
<b>Not due</b>	175,66.75	6.42	175,60.33
Past due 0-180 days	44,32.69	92.75	43,39.94
Past due 181-365 days	1,19.02	7.43	1,11.59
Past due 366-730 days	90.32	43.76	46.56
Past due 731-1095 days	71.36	49.13	22.23
Past due more than 3 years	12,71.05	11,45.99	1,25.06
<b>Total</b>	<b>235,51.19</b>	<b>13,45.48</b>	<b>222,05.71</b>

(₹ in lakhs)

As at March 31, 2023	Gross Carrying amount	Expected Credit Losses	Carrying amount of trade receivables (net of Expected Credit loss)
<b>Not due</b>	178,10.70	3.91	178,06.79
Past due 0-180 days	10,39.02	73.29	9,65.73
Past due 181-365 days	78.78	28.92	49.86
Past due 366-730 days	76.03	58.68	17.35
Past due 731-1095 days	40.49	16.68	23.81
Past due more than 3 years	14,79.28	11,05.32	3,73.96
<b>Total</b>	<b>205,24.30</b>	<b>12,86.80</b>	<b>192,37.50</b>

## Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company has no outstanding bank borrowings. The Company believes that the working capital is sufficient to meet its current requirements. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks and mutual funds. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

As of March 31, 2024, the Company had working capital of ₹ 1254,90.23 lakhs, including cash and cash equivalents of ₹ 62,14.91 lakhs, investments in term deposits (i.e., bank certificates of deposit having original maturities of more than 3 months but less than 12 months) of ₹ 979,42.87 lakhs and Current investments of ₹ 813,22.33 lakhs.

As of March 31, 2023, the Company had working capital of ₹ 1149,69.10 lakhs, including cash and cash equivalents of ₹ 29,74.32 lakhs, investments in term deposits (i.e., bank certificates of deposit having original maturities of more than 3 months but less than 12 months) of ₹ 1100.89 lakhs and Current investments of ₹ 518,28.88 lakhs.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

As at March 31, 2024	Carrying amount	Contractual cash flows				
		Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	736,75.73	736,75.73	736,75.73	-	-	-
Unclaimed dividends	18,59.82	18,59.82	18,59.82	-	-	-
Lease liabilities	18,66.50	19,69.74	12,99.37	5,92.13	78.24	-
Security deposits received	8.46	8.46	-	8.46	-	-

(₹ in lakhs)

As at March 31, 2023	Carrying amount	Contractual cash flows				
		Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	515,74.00	515,74.00	515,74.00	-	-	-
Unclaimed dividends	19,12.46	19,12.46	19,12.46	-	-	-
Lease liabilities	15,53.92	16,15.02	12,63.09	3,44.40	7.53	-
Security deposits received	66.96	66.96	-	66.96	-	-

## Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables. The Company is exposed to market risk primarily related to foreign exchange rate risk and risk on its investments. However since the investments are in overnight and liquid funds the risk is negligible.

## Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

The Company is exposed to currency risk on account of its receivables and payables in foreign currency. The functional currency of the Company is Indian Rupee. The Company has exposure to GBP, USD, EUR and other currencies. The Company has not hedged this foreign currency exposure and strives to achieve asset liability offset of foreign currency exposure.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Exposure to currency risk

The Company's exposure to foreign currency risk at the end of the reporting period is as follows:

(₹ in lakhs)

	As at March 31, 2024				As at March 31, 2023			
	GBP	USD	EUR	Others	GBP	USD	EUR	Others
Current Financial assets	95,60.54	-	-	-	122,16.98	-	-	-
Trade payables	(28,92.01)	(126,71.32)	(2,44.84)	(14.76)	(16,86.70)	(32,83.42)	(1,62.50)	(3,37.43)
Capital Creditors	(6.00)	(6.03)	-	-	-	(6.03)	-	-
<b>Net statement of financial position exposure</b>	<b>66,62.53</b>	<b>(126,77.35)</b>	<b>(2,44.84)</b>	<b>(14.76)</b>	<b>105,30.28</b>	<b>(32,89.45)</b>	<b>(1,62.50)</b>	<b>(3,37.43)</b>

## Sensitivity analysis

A reasonably possible strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in ₹ Lakhs	Strengthening / Weakening %	(Profit) or loss		Equity	
		Strengthening	Weakening	Strengthening	Weakening
<b>As at March 31, 2024</b>					
GBP	5%	3,33.13	(3,33.13)	-	-
USD	5%	(6,33.87)	633.87	-	-
EUR	5%	(12.24)	12.24	-	-
Other currencies	5%	(0.74)	0.74	-	-

Effect in ₹ Lakhs	Strengthening / Weakening %	(Profit) or loss		Equity	
		Strengthening	Weakening	Strengthening	Weakening
<b>As at March 31, 2023</b>					
GBP	5%	5,26.51	(5,26.51)	-	-
USD	5%	(1,64.47)	1,64.47	-	-
EUR	5%	(8.13)	8.13	-	-
Other currencies	5%	(16.87)	16.87	-	-

(Note: The impact is indicated on the profit/loss before tax basis)

## Note 49 : Capital Management

### (a) Risk Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company has adequate cash and bank balances and no interest bearing liabilities. The Company monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any interest bearing debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (b) Dividend distribution and proposed dividend

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>(i) Equity shares</b>		
Final dividend for the year ended March 31, 2023 of ₹ 32 (March 31, 2022: ₹ 90 (including special dividend of ₹ 60 per equity share)) per fully paid share	(542,0993)	(1524,65.58)
<b>(ii) Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of ₹ 32 per fully paid equity share (March 31, 2023: ₹ 32 per fully paid equity share)	542,12.93	542,12.93
The proposed dividend for the year ended March 31, 2024 is subject to the approval of shareholders in the ensuing annual general meeting.		

## Note 50 : Segment Reporting

An operating segment is one whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. The Company has identified the Chief Operating Decision Maker as its Managing Director. The Chief Operating Decision Maker reviews performance of pharmaceutical business on an overall basis. As the Company has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on Operating Segment is not applicable. In compliance to the said standard, Entity-Wide disclosures are as under :

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Revenues from external customers attributed to the country of domicile and attributed to all foreign countries from which the company derives revenues</b>		
Revenue from the Country of Domicile- India	3401,68.57	3197,31.63
Revenue from foreign countries	5,56.19	19,02.71
<b>Total</b>	<b>3407,24.76</b>	<b>3216,34.34</b>

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Details of non current asset</b>		
Non Current asset from the Country of Domicile- India	589,71.41	603,12.49
Non Current asset from foreign countries	-	-
<b>Total</b>	<b>589,71.41</b>	<b>603,12.49</b>

## Information about major customers

The Company did not have any external revenue from a particular customer which exceeded 10% of total revenue.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 51 : Related Party Disclosures

Related party disclosures, as required by IND AS 24, “Related Party Disclosures”, notified under Section 133 of the Companies Act, 2013 are given below:

### A) Parties where control exists:

I) **Ultimate Holding Company:** GlaxoSmithKline Plc, U.K.

II) **Entities having significant influence:**

Glaxo Group Limited, U.K.

GlaxoSmithKline Pte Limited, Singapore

Eskaylab Limited, U.K.

Burroughs Wellcome International Limited, U.K.

### B) Other related parties with whom transactions have taken place during the year:

I) **Subsidiary:**

Biddle Sawyer Limited, a wholly owned subsidiary of the Company

II) **Fellow Subsidiaries**

GlaxoSmithKline Asia Private Limited, India

GlaxoSmithKline Biologicals S.A., Belgium

GlaxoSmithKline Services Unlimited, U.K.

Glaxo Operations UK Limited, U.K.

GlaxoSmithKline Export Limited, U.K.

GlaxoSmithKline Research & Development Ltd, U.K.

GlaxoSmithKline LLC, U.S.A.

GlaxoSmithKline Trading Services Limited, Ireland

GlaxoSmithKline Pharma India Pvt. Ltd.

GSK India Global Services Private Limited

PT Smithkline Beecham Pharmaceuticals Ltd., Indonesia

PT Glaxo Wellcome Indonesia

GlaxoSmithKline Egypt SKE

GlaxoSmithKline Life Sciences FZE, UAE

### C) Key management personnel and Independent director:

Directors:

Mr. J. Chandy # (w.e.f. April 1, 2022)

Mr. B. Akshikar # (w.e.f. December 1, 2022)

Mr. S. Venkatesh # (upto November 30, 2022)

Mr. M. Dawson (upto June 30, 2022)

Dr. (Ms.) S. Maheshwari

Mr. N. Kaviratne (upto July 26, 2022)

Mr. P. Bhide

Ms. R. S. Karnad

Mr. A. N. Roy

Mr. D. Sundaram

Mr. S. Williams

GSK India Leadership Team:

Mr. A. Nadkarni

Mr. R. D'souza

Mr. S. Dheri (upto November 21, 2022)

Ms. S. Choudhary

Ms. P. Hingorani (upto July 22, 2022)

Dr. (Ms.) R. Hegde\*

Mr. R. Manchanda

Mr. S. Mitra (upto December 31, 2023)

Mr. S. Balasubramanian (upto November 25, 2022)

Mr. A. Kashyap (upto December 31, 2023)

Mr. A. Pandey

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

Mr. M. Anand (w.e.f. May 16, 2022)

Mr. C. Sharma

Mr. S. Mukherjee (w.e.f. July 15, 2022)

Ms. S. Sohal (w.e.f. February 23, 2023)

Mr. S. Ramachandran (w.e.f. January 01, 2023) (upto January 12, 2024)

Mr. U. Singh (w.e.f. December 01, 2022)

# Also member of GSK India Leadership Team

Ms. A. Rajput (w.e.f. February 26, 2024)

Mr. O. Parnandiwar (w.e.f. November 01, 2023)

Ms. S. Mitra (w.e.f. June 01, 2023)

\* Retired on February 29, 2024. Currently on fixed term contract w.e.f. March 01, 2024.

The following transactions were carried out with the related parties in the ordinary course of business:

## (i) Dividend paid to parties referred to in item "A" above :

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Glaxo Group Limited, U.K.	175,59.50	493,86.11
GlaxoSmithKline Pte Limited, Singapore	137,09.96	385,59.26
Eskaylab Limited, U.K.	33,86.88	95,25.60
Burroughs Wellcome International Limited, U.K.	19,35.36	54,43.20

## (ii) Details relating to parties referred to in items "A" and "B" above :

(₹ in lakhs)

	Holding company/ultimate holding company A (I)		Subsidiary of the company B (I)		Other companies in the GSK Group A(II) and B(II)	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
1 Purchase of materials/traded goods	-	-	10,93.41	7,12.37	467,86.67	345,03.83
2 Sale of materials/sale of products	-	-	1.52	-	33.97	-
3 Expenses recharged to other companies	-	-	70.79	72.49	136,82.73	66,07.83
4 Expenses recharged by other companies	-	-	-	-	11,54.22	31,10.91
5 Manufacturing charges recovered	-	-	11,18.63	10,64.30	-	-
6 Clinical research and data management recoveries	-	-	-	-	3,53.62	22,70.73
7 Interest income on loan given	-	-	1,01.09	85.54	1,39.60	6,12.97
8 Loans given	-	-	8,00.00	3,50.00	25,00.00	100,00.00
9 Loans repaid	-	-	15,10.00	-	95,00.00	220,00.00
10 Loan receivable from related party	-	-	11,00.00	18,10.00	-	70,00.00
11 Outstanding receivables at the period end	-	-	2,43.83	1,44.95	97,44.76	122,88.30
12 Outstanding payables at the period end	-	-	-	-	155,49.14	49,36.84

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (iii) Disclosure in respect of material transactions with parties referred to in item A and B above:

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>(a) Purchase of materials/traded goods:</b>		
GlaxoSmithKline Biologicals S.A., Belgium	389,43.23	275,53.30
Biddle Sawyer Limited	10,93.41	7,12.37
GlaxoSmithKline Pharma India Pvt. Ltd.	20,51.44	17,10.78
GlaxoSmithKline Export Limited, U.K.	5,792.00	52,39.75
<b>(b) Sale of materials/sale of products:</b>		
PT SmithKline Beecham Pharmaceuticals Ltd., Indonesia	33.97	-
Biddle Sawyer Limited	1.52	-
<b>(c) Expenses recharged to other companies:</b>		
GSK India Global Services Private Limited	5,63.44	5,54.47
GlaxoSmithKline Export Limited, U.K.	10.15	85.20
GlaxoSmithKline Biologicals S.A., Belgium	122,91.87	51,90.50
GlaxoSmithKline Services Unlimited, U.K.	5,11.36	4,19.20
Glaxo Operations UK Limited, U.K.	-	1,67.59
GlaxoSmithKline Trading Services Limited, Ireland	-	10.23
<b>(d) Expenses recharged by other companies:</b>		
GlaxoSmithKline Services Unlimited, U.K.	8,39.78	95.90
GlaxoSmithKline LLC U.S.A.	95.42	-
GlaxoSmithKline Pte Limited, Singapore	1,51.80	11.58
GlaxoSmithKline Asia Private Limited, India	-	30,03.43
Glaxo Operations UK Limited, U.K.	52.45	-
<b>(e) Manufacturing charges recovered:</b>		
Biddle Sawyer Limited	11,18.63	10,64.30
<b>(f) Clinical research and data management recoveries:</b>		
GlaxoSmithKline Biologicals S.A., Belgium	75.84	17,71.70
GlaxoSmithKline Research & Development Ltd, U.K.	2,77.77	4,99.03
<b>(g) Interest income on loan given:</b>		
Biddle Sawyer Limited	1,01.09	85.54
GSK India Global Services Private Limited	1,39.60	6,12.97
<b>(h) Loans given:</b>		
Biddle Sawyer Limited	8,00.00	3,50.00
GSK India Global Services Private Limited	25,00.00	100,00.00
<b>(i) Loans repaid:</b>		
Biddle Sawyer Limited	15,10.00	-
GSK India Global Services Private Limited	95,00.00	220,00.00

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>(j) Loan receivable from related party :</b>		
Biddle Sawyer Limited	11,00.00	18,10.00
GSK India Global Services Private Limited	-	70,00.00

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	As at March 31, 2024
<b>(k) Outstanding receivables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	93,56.46
Biddle Sawyer Limited	2,43.83
GlaxoSmithKline Services Unlimited, U.K.	1,24.39
GSK India Global Services Private Limited	47.31

(₹ in lakhs)

Particulars	As at March 31, 2024
<b>(l) Outstanding payables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	120,95.88
GlaxoSmithKline Export Limited, U.K.	16,00.71
GlaxoSmithKline Services Unlimited, U.K.	16,87.39

(₹ in lakhs)

Particulars	As at March 31, 2023
<b>(m) Outstanding receivables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	119,77.93
Biddle Sawyer Limited	1,44.95
GlaxoSmithKline Services Unlimited, U.K.	1,21.67
GSK India Global Services Private Limited	71.32

(₹ in lakhs)

Particulars	As at March 31, 2023
<b>(n) Outstanding payables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	28,40.26
GlaxoSmithKline Export Limited, U.K.	15,43.36
GlaxoSmithKline Services Unlimited, U.K.	2,23.90

**(iv) Details relating to persons referred to in item "C" above :**

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
1 Remuneration/commission/sitting fees	41,51.64	40,39.29
2 Payments under the long-term incentive plan	2,45.06	87.86
3 Sale of residential flat	-	6,38.00
4 Dividend paid	0.19	0.54

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (v) Disclosure in respect of material transactions with persons referred to in item "C" above:

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>(a) Remuneration/commission/sitting fees (Refer Note below):</b>		
Mr. B. Akshikar	6,36.56	4,09.73
Mr. J. Chandy	6,36.21	5,41.25
Mr. S. Venkatesh	-	4,60.38
Mr. C. Sharma	3,73.95	3,68.35
<b>(b) Payments made during the year under the long-term incentive plan (Refer Note below):</b>		
Mr. B. Akshikar	32.29	15.84
Mr. J. Chandy	52.98	-
Ms. S. Choudhary	32.29	27.67
Mr. A. Nadkarni	15.80	17.66
Mr. R. D'souza	32.29	13.54
Mr. C. Sharma	34.99	-
<b>(c) Sale of residential flat</b>		
Mr. R. D'souza	-	6,38.00
<b>(d) Dividend paid</b>		
Ms. R. S. Karnad	0.19	0.54

Note: Amounts are not comparable as they pertain to part of the year and/ or are recorded on cash payment basis.

## Note 52 : Share-based payment arrangements

### Restricted Share Awards (RSAs)

Certain employees of the Company are entitled to receive cash/equity settled stock based awards ('awards') pursuant to employee share schemes ('scheme') administered by GlaxoSmithKline Plc. ('Plc').

Under these plans, certain employees are granted cash / equity settled RSAs at no cost, which entitle them to receive cash equivalent to the stock price of the Plc's shares or shares of the Plc's listed at London stock exchange after two and a half to three year vesting period during which the employee has to remain in continuous employment with the Company. These RSAs do not give any voting rights or the right to accrue dividends and there are no performance criteria attached.

The fair value of these awards is determined based on the closing share price on the day of grant, after deducting the expected future dividend yield of 3.8% (Previous Year 3.75%) over the duration of the award.

### Reconciliation of RSAs

Particulars	Number of RSA	
	Cash Settled	Equity Settled
<b>As at April 1, 2022</b>	<b>123,868</b>	-
Granted	67,079	4,261
Exercised *	(45,636)	-
Cancelled**	(23,919)	-
<b>As at March 31, 2023</b>	<b>121,392</b>	<b>4,261</b>
Granted	-	61,256
Exercised *	(47,346)	-
Cancelled**	(8,080)	-
<b>As at March 31, 2024</b>	<b>65,966</b>	<b>65,517</b>

\*The weighted average share price at the date of exercise of the awards exercised during the year ended March 31, 2024 was GBP 15.63 (March 31, 2023 GBP 13.53). The weighted fair value for the share settled awards granted during the year ended March 31, 2024 is GBP 13.81 (March 31, 2023 GBP 13.45)

\*\* Also includes for employees transferred

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Performance Share Plan

Under the Performance Share Plan, share awards are granted to Directors and senior executives at no cost. The percentage of each award that vests is based upon the performance of the Company over a defined measurement period with dividends reinvested during the same period. The performance conditions since 2022 are based on five measures over a three-year performance period. These are TSR (30%), pipeline progress (20%), profit measure (20%), sale measure (20%) and ESG environment (10%).

The fair value of the awards is determined based on the closing share price on the day of grant. For TSR performance elements, this is adjusted by the likelihood of that condition being met, as assessed at the time of grant.

During the year ended March 31, 2024, awards were made of 9,790 shares at a weighted fair value of GBP 12.46 (Previous year ended March 31, 2023, awards made of 9,075 shares at a weighted fair value of GBP 12.37). As at March 31, 2024 there were outstanding awards of 18,865 shares (Previous year ended March 31, 2023 outstanding awards of 9,075 shares).

## Expense arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised in the Statement of Profit and Loss as part of employee benefit expense were as follows:

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Restricted share Awards (RSAs) - Cash Settled	8,49.85	2,48.55
Restricted share Awards (RSAs) - Share Settled*	2,23.29	1.62
Performance share plan	66.56	3.17

\*Includes administration cost

## Carrying amount of liability

	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Carrying amount of liability included in long term incentive plan (Notes 21 and 26)	7,45.80	6,36.08

## Carrying amount of reserves

	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
ESOP Reserve (Restricted share Awards - Share Settled)	7,18.32	56.71
ESOP Reserve (Performance share Plan)	1,82.21	1,11.01

## Note 53 : Disclosure pursuant to Ind AS 105 "Non-current assets held for sale and discontinued operations":

### (i) Transfer of Iodex and Ostocalcium Brands :

The Board of Directors ('Board') of the Company at their meeting held on July 26, 2021 had approved the transfer of the trademarks pertaining to 'Iodex' and 'Ostocalcium' brands (" Brands") in India along with legal, economic, commercial and marketing rights of such brands and other identified assets to GlaxoSmithKline Asia Private Limited with respective values aggregating ₹ 1649.01 lakhs. The transaction was consummated and the consideration was received by the company during the previous year ended March 31, 2022 after the receipt of shareholders' and regulatory approvals.

Consequently, the transfer has been disclosed as Discontinued Operations in accordance with Ind AS 105 "Non-Current Assets Held for Sale and Discontinued Operations".



# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## (ii) Financial performance related to discontinued operations

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations	-	20,79.29
<b>Total income</b>	<b>-</b>	<b>20,79.29</b>
Expenses		
Cost of materials consumed	-	(88.53)
Purchases of stock-in-trade	-	-
Changes in inventories of finished goods, stock-in-trade and work-in-progress	-	4,70.22
Depreciation and amortisation expense	-	-
Other expenses	-	12,84.97
<b>Total expenses</b>	<b>-</b>	<b>16,66.66</b>
<b>Profit before tax</b>	<b>-</b>	<b>4,12.63</b>
<b>Tax Expense :</b>		
Current tax	-	1,08.17
<b>Profit from discontinued operations after tax</b>	<b>-</b>	<b>3,04.46</b>

## (iii) Cash flow disclosure with respect to discontinued operations:

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Cash flow from operating activities	-	(26,48.82)
Cash flow from investing activities	-	(295,77.67)

## Note 54 : Key Financial Ratios

Ratio	Numerator	Denominator	Mar-24	Mar-23	Variance	Reason for variance
1 Current Ratio	Current assets	Current Liabilities	1.83	1.87	-2%	
2 Debt Equity Ratio	Debt	Shareholders Equity	1%	1%	0%	
3 Debt Service Coverage Ratio	Net profit after tax plus interest cost minus non-operating income and non cash income	Interest & lease payments +Principal payments	32.47	30.10	8%	
4 Return on Equity	Profit after tax (excluding exceptional item)	Shareholders Equity	39%	35%	4%	
5 Inventory Turnover Ratio	Sale of Products	Average inventories	7.11	6.74	6%	
6 Trade Receivables Turnover Ratio	Sale of Products	Average trade receivables	16.34	16.11	1%	
7 Trade Payables Turnover Ratio	Cost of Goods Sold + Expenses	Average trade payables	3.65	3.78	-3%	
8 Net Capital Turnover Ratio	Sale of Products	Working Capital	2.70	2.79	-3%	
9 Net Profit Ratio	Profit after tax (excluding exceptional item)	Revenue from operations	20%	19%	2%	
10 Return on Capital Employed	Profit before tax (excluding exceptional item)	Net Worth	53%	48%	6%	
11 Return on Investment	Gain on Investment	Total Investments	7%	5%	2%	

### Notes :-

- (i) Ratios are calculated including profits from discontinued operations.
- (ii) Debt mainly includes lease liabilities.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## Note 55 :

The Company on September 30, 2021, post the approval of the shareholders had acquired the assets and liabilities associated with the vaccine business of GlaxoSmithKline Asia Private Limited. The Company accounted the acquisition in accordance with Appendix C to IND AS 103 being business combination of entities under common control. Accordingly, the financial information in respect of prior periods was restated for the acquisition as if the business combination occurred from the beginning of preceding periods. The Company took over the assets at amortised cost of ₹ 1,29.00 lakhs, liabilities at ₹ 20,44.00 lakhs and the consideration paid amounts to ₹ 1,66.00 lakhs. The difference between the consideration paid and the net assets taken over on acquisition of ₹ 20,82.00 lakhs was transferred to Capital reserve.

## Note 56 : Relationship with struck off companies

Below struck off companies are equity shareholders of the Company as on the Balance Sheet date

Name of Struck off Company	Nature of transaction with struck off company	Dividend paid in current year
Petunia Consulting Services Private Limited	Shares held by struck off company	*
Shyam Computers Private Limited	Shares held by struck off company	*

\* Value less than one lakh

Name of Struck off Company	Nature of transaction	Transaction during the year March 31, 2024	Balance Outstanding as at March 31, 2024	Relationship with the struck off company
Vincon Infra Organisers Pvt. Ltd.	Capital Advance	-	2,83.17	Vendor
Vishal Distributors Private Limited	Sales	26.40	0.07	Customer
Drk enterprises private limited	Sales	83.66	3.36	Customer

Name of Struck off Company	Nature of transaction	Transaction during the year March 31, 2023	Balance Outstanding as at March 31, 2023	Relationship with the struck off company
Vincon Infra Organisers Pvt. Ltd.	Capital Advance	-	2,83.17	Vendor

## Note 57 : Additional information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) 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
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iv) 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:
  - (a) 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
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

## Note 58 : Event occurring after balance sheet date

The Board of Directors has recommended a Dividend of ₹ 32 per equity share of face value of ₹10 each for this year. (March 31, 2023: ₹32 per share) (Refer Note 49 (b))

## Note 59:

As per MCA notification dated August 05, 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, Companies are required to maintain daily back-up of the books of account and other relevant books and papers which are maintained in electronic mode on servers physically located in India.

The books of account of the Company and other relevant books and papers are maintained in electronic mode other than certain records and papers which are physically maintained in India. The electronic books of accounts are always readily accessible from India and currently a daily backup is maintained on servers located outside India. The Company is in the process of complying with the aforesaid MCA notification.

## Note 60: Approval of financial statements

The financial statements were approved for issue by the Board of Directors on May 17, 2024.

For and on behalf of the Board of Directors

**R. S. Karnad**  
Chairperson  
DIN: 00008064

**B. Akshikar**  
Managing Director  
DIN: 09112346

**J. Chandy**  
CFO & Whole-time Director  
DIN: 09530618

**D. Sundaram**  
Audit Committee Chairman  
DIN: 00016304

**A. Nadkarni**  
Company Secretary  
FCS 10460

Mumbai, May 17, 2024

# Notes to the Standalone Financial Statements

for the year ended March 31, 2024

## FORM NO. AOC.1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs lakhs)

1. Name of the subsidiary:	Biddle Sawyer Limited
2. Reporting period for the subsidiary concerned, if different from the holding company's reporting period:	Same Reporting period as of Holding Company
3. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries:	NA
4. Share capital:	96.00
5. Reserves & surplus:	1708.24
6. Total assets:	4672.02
7. Total Liabilities:	2867.78
8. Investments:	Nil
9. Turnover:	6611.90
10. Profit before taxation:	715.25
11. Provision for taxation:	188.05
12. Profit after taxation:	527.20
13. Proposed Dividend:	Nil
14. % of shareholding:	100%
<b>Notes:</b> The following information shall be furnished at the end of the statement:	Not Applicable
1. Names of subsidiaries which are yet to commence operations	NA
2. Names of subsidiaries which have been liquidated or sold during the year.	NA

### PART "B": ASSOCIATES AND JOINT VENTURES

Not Applicable

# BIDDLE SAWYER LIMITED

## Directors' Report to the Members

The Directors have pleasure in submitting their 78 Report for the year ended 31 March 2024.

## FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH 2024

	₹ in Lakhs	
	Year ended 31 March 2024	Year ended 31 March 2023
Revenue from Operations	66,11.90	51,31.09
Profit before Tax	7,15.25	4,00.70
Provision for Tax	1,88.05	1,07.17
Deferred Tax Charge/ (credit)	-	-
Net Profit for the year	5,27.20	2,93.53
Closing Surplus/(loss) carried forward	6,99.32	1,72.12

## STATE OF COMPANY AFFAIRS

During the year under review, your Company has generated total revenue from operations of ₹ 66,11.90 lakhs as against ₹ 51,31.09 lakhs during the previous year ended 31 March 2023. Company incurred profit of ₹ 5,27.20 lakhs, as compared to profit of ₹ 2,93.53 lakhs during the previous year ended 31 March 2023.

## DIVIDEND

The Directors do not recommend any dividend for the year ended 31 March 2024.

## AUDITORS AND AUDITOR'S REPORT

Members are requested to re-appoint M/s. Cornelius and Davar, Chartered Accountants, as the Statutory Auditors of the Company for the ensuing year and fix their remuneration

The notes on financial statements referred to in the Auditors Report are self-explanatory and do not call for any further comments and explanations. The Auditors' Report does not contain any qualification, reservation or adverse remark.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

In terms of the provisions of the Companies Act, 2013, Mr. Ajay Nadkarni retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

The Notice convening the forthcoming Annual General Meeting includes the proposal for reappointment of aforesaid Director.

None of the Directors are disqualified for appointment / re-appointment under Section 164 of the Companies Act, 2013.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- in the preparation of the annual accounts for the financial year ended 31 March 2024 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- the Directors had 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 as at 31 March 2024 and of the profit or loss of the Company for that period;
- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts for the financial year ended 31 March 2024 on a going concern basis;
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## OTHER MANDATORY DISCLOSURES

- The Board of Directors met 5 (Five) times during the financial year 2023-24.
- As on 31 March 2024, the Company did not have any Subsidiary / Joint Venture / Associate Company
- The Company has not granted any loans, provided guarantees or made investments pursuant to the provisions of Section 186 of the Companies Act, 2013, during the financial year 2023-24.
- There were no material changes and commitments affecting the financial position of the Company between the end of financial year and the date of this Report.
- Your Company has not accepted any deposits from the public during the year under review.

- There were no materially significant related party transactions made with the Promoters, Directors or Key Managerial Personnel which may have a potential conflict of Interest of the Company at large.
- No details as required under the provisions of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given, as there are no employees drawing remuneration in excess of the prescribed limits.
- There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
- The Company has transfer amount of Rs 6.92 lakhs to PM CARE Fund as part of CSR spend for year ended 31 March 2024.
- The Company is 100 % subsidiary of GlaxoSmithKline Pharmaceuticals Limited ("Parent Company") and all policies including Vigil Mechanism, Risk Management Policy and Internal Financial Control have been adopted on lines of parent Company.
- Pursuant to Section 148 of the Companies Act, 2013, the Board of Directors on the recommendation of Audit

Committee have appointed R. Nanabhoy & Co., Cost Accountants for conducting the audit of the cost accounting records maintained by the Company for its Formulations for the year 2024-2025. The Committee recommended ratification of remuneration for year 2023-24 to the Members of the Company at the ensuing Annual General Meeting.

The Company does not have any manufacturing plant or office so Conservation of Energy & Technology Absorption is not applicable. The foreign exchange earnings for the year ended 31 March 2024 was ₹ 55,84.31 lakhs as against ₹ 44,97.80 lakhs for year ended 31 March 2023 and foreign exchange outgo for the year ended 31 March 2024 was ₹ 13,08.06 lakhs against ₹ 5,30.88 lakhs for year ended 31 March 2023.

### **ACKNOWLEDGEMENT**

The Board wishes to place on record its gratitude for the assistance and co-operation received from Government, Banks, Authorities, Customer's, Vendors and to all its members for the trust and confidence reposed in the Company.

For and on behalf of the Board of Directors

**Bhushan Akshikar**  
Chairman

Mumbai, 16 May 2024

# Independent Auditor's Report

To The Members of Biddle Sawyer Limited

Report on the Audit of the Ind AS financial statements

## Opinion

We have audited the accompanying Ind AS financial statements of **BIDDLE SAWYER LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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, changes in equity and its cash flows for the year ended on that date.

## Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing ("SA's") 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 Ind AS 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 Ind AS financial statements under the provisions of the Act and the Rules made 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

## Information Other than the 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance

and Shareholder's Information, but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## Responsibility of Management and Those Charged with Governance for the Ind AS Financial Statements

The Company's Management and the Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS 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 Ind AS and other accounting principles generally accepted in India. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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/ Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process..

## Auditor's Responsibilities for the Audit of the Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements for the year ended March 31, 2024 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS 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.
- Obtain an understanding of internal financial 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 in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 Ind AS 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.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the

underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS 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 Ind AS 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period 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 Section 143(3) of the Act, based on our audit 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 keeping backup on daily basis of such books of account maintained in electronic mode in a server physically located in India (refer Note 34 to the financial statements);
  - c) The Balance Sheet, the Statement of Profit and Loss, 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 Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;
- 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 respect to the adequacy of the internal financial controls with reference to Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A"; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Ind AS financial statements.
- g) 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 Ind AS financial statements – Refer Note 16 to the Ind AS financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. There were no amounts which were 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 its knowledge and belief, other than as disclosed in the notes to Ind AS financial statements, no funds (which are material either individually or in the aggregate) 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;
  - b. The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any persons 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; and
- c. Based on the audit procedures performed that have been 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 (i) and (ii) of Rule 11(e) contain any material misstatement.
- v. No dividend was declared or paid during the year by the company.
  - vi. Based on our examination, which included test checks, the Company has used an accounting software(s) for maintaining its books of account for the financial year ended March 31, 2024 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(s). Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.
- As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 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.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Cornelius & Davar**  
Chartered Accountants  
(Firm's Registration No. 101963W)

**Rustom D. Davar**  
Partner

(Membership No. F-10620)  
UDIN: 24010620BKGDJLJ8474

Place: Mumbai  
Date: May 16, 2024

# Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of BIDDLE SAWYER LIMITED of even date)

## Report on the Internal Financial Controls with reference to Ind AS 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 Ind AS financial statements of BIDDLE SAWYER LIMITED (the “Company”) as of March 31, 2024 in conjunction with our audit of the Ind AS financial statements 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 with reference to Ind AS financial statements based on the internal control over financial reporting 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 (the “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.

## Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to Ind AS 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”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 Ind AS 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 with reference to Ind AS financial statements.

## Meaning of Internal Financial Controls with reference to Ind AS Financial Statements

A company’s internal financial control with reference to Ind AS 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 Ind AS 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Ind AS financial statements and such internal financial controls with reference to Ind AS financial statements were operating effectively as at March 31, 2024, based on the

criteria for internal financial control with reference to Ind AS financial statements 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 ICAI.

For **Cornelius & Davar**  
Chartered Accountants  
(Firm's Registration No. 101963W)

**Rustom D. Davar**  
Partner  
(Membership No. F-10620)  
UDIN: 24010620BKGDJL8474

Place: Mumbai  
Date: May 16, 2024

## Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of BIDDLE SAWYER 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, we state that:

- (i) In respect of the Company’s property, plant and equipment, right-of-use assets and intangible assets:
  - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets, plant and equipment and relevant details of right-of-use assets.
  - (b) Fixed assets have been physically verified by the management during the year and no material discrepancies have been noticed on such verification;
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties included in investment property are held in the name of the company.
  - (d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year
  - (e) No proceedings have been 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 (as amended in 2016) and rules made thereunder.
- (ii) (a) As explained to us, the inventories have been physically verified by the management during the year. No material discrepancies were noticed on such physical verification;
- (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under Clause 3(ii)(b) of the Order is not applicable.
- (iii) According to the information and explanations given to us and based on the audit procedures performed, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLP) or any other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year. Therefore, the provision of Clause 3(iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the said Order are not applicable to the Company;
- (iv) In our opinion and according to the information and explanation given to us, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable and hence not commented upon;
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013. Therefore, the provisions of paragraph 3(v) of the said Order are not applicable to the Company;
- (vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013 in respect of its products. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 and amended Companies (Cost Records and Audit) Amendment Rules, 2016 as prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) The company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other material statutory dues applicable to it with the appropriate authorities;

According to the information and explanations given to us, there were no undisputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable;

- (b) According to the records of the Company, the statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of any disputes are as follows:

Name of the Statute	Nature of Dues	Amount (Rs in Lacs)	Period to which the amount relates	Forum where dispute is pending
West Bengal Value Added Tax	Sales Tax	1996	Assessment Year: 2009-2010	Jt. Commissioner

- (viii) According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) According to the books of accounts and records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (c) The Company has taken term loan during the year and were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, no funds were raised on short-term basis and hence reporting under Clause 3(ix)(d) of the Order is not applicable.
- (e) On an overall examination of financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of the subsidiaries, associates or joint ventures.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any moneys by way of Initial Public Offer or Further Public Offer including debt instruments and term loans during the year. Accordingly, the provisions of clause 3 (x)(a) of the Order are not applicable to the Company.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures (fully, partially or optional convertible) and hence reporting under Clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or any fraud on the Company has been noticed or reported during the course of our audit.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed 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.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- (xii) In our opinion, and to the best of our information and according to the explanations given to us, the Company is not a Nidhi company. Accordingly, Clause 3(xii)(a), (xii)(b) and (xii)(c) of the Order are not applicable;
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements as required by the applicable Indian Accounting Standards (Ind AS) 24;
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with the directors. Accordingly, paragraph 3 (xv) of the Order is not applicable;
- (xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Accordingly, Clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

- (b) In our opinion, there is no Core Investment Company (CIC) within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under Clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (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 statement and 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 indicating 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 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) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, Clause 3(xx)(a) and (b) of the Order is not applicable.

For **Cornelius & Davar**  
Chartered Accountants  
(Firm's Registration No. 101963W)

**Rustom D. Davar**  
Partner  
(Membership No. F-10620)  
UDIN: 24010620BKGDJL8474

Place: Mumbai  
Date: May 16, 2024

# BIDDLE SAWYER LIMITED

Balance Sheet as at 31st March 2024

Particulars	Notes	₹ in lakhs	
		As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Investment properties	2	2.08	2.08
Financial assets			
(i) Loans	3	-	-
(ii) Other financial assets	3A	2.65	2.65
Current tax assets (net)	25	5,17.75	5,49.98
Deferred tax assets (net)	25	36.43	36.43
Other non-current assets	4	6,14.63	8,01.88
		<b>11,73.54</b>	<b>13,93.02</b>
<b>Current assets</b>			
Inventories	5	10,75.32	22,26.90
Financial Assets			
(i) Cash and cash equivalents	6	2,02.21	5,19.77
(ii) Other financial assets	7	21,05.40	34.69
Other current assets	8	1,15.55	1,15.41
		3,498.48	28,96.77
<b>TOTAL ASSETS</b>		<b>46,72.02</b>	<b>42,89.79</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	9 & 17	96.00	96.00
Other Equity	10	17,08.24	11,81.04
<b>Total equity</b>		<b>18,04.24</b>	<b>12,77.04</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	11	11,00.00	18,10.00
(ii) Other financial liabilities	12	1.35	1.35
Provisions	13	1,25.33	1,25.33
		<b>12,26.68</b>	<b>19,36.68</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Trade payables	14		
Total outstanding dues of micro enterprises and small enterprises		5.01	13.49
Total outstanding dues of creditors other than micro enterprises and small enterprises		14,52.11	10,50.71
Other current liabilities	15	1,83.98	1,18.7
		<b>16,41.10</b>	<b>10,76.07</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>46,72.02</b>	<b>42,89.79</b>

The accompanying notes are an integral part of these financial statements

As per our report of even date attached For and on behalf of the Board

**For CORNELIUS & DAVAR**

CHARTERED ACCOUNTANTS  
(Firm's Registration No. 101963W)

**R. D. DAVAR**

(PARTNER)  
Membership No. F10620

Place : Mumbai  
Date: May 16, 2024

**B. Akshikar**

Director  
DIN: 09112346

**R. Mota**

Company Secretary  
ACS 38473

Place : Mumbai  
Date: May 16, 2024

**J. Chandy**

Director  
DIN: 09530618

# BIDDLE SAWYER LIMITED

Statement of profit and loss for the year ended 31st Mar, 2024

Particulars	Notes	₹ in lakhs	
		Year ended March 31, 2024	Year ended March 31, 2023
Revenue from Operations	18	66,11.90	51,31.09
Other Income	19	12.63	0.38
<b>Total income</b>		<b>66,24.53</b>	<b>51,31.47</b>
<b>Expenses</b>			
Cost of materials consumed	20	41,52.88	33,13.53
Changes in inventories of work-in-progress, stock-in-trade and finished goods	21	5,92.26	1,71.50
Finance costs	22	1,01.10	85.68
Other expenses	23	10,63.04	11,60.06
<b>Total expenses</b>		<b>59,09.28</b>	<b>47,30.77</b>
<b>Profit/(loss) before exceptional and items and tax</b>		<b>7,15.25</b>	<b>4,00.70</b>
Exceptional items		-	-
<b>Profit/(loss) before tax</b>		<b>7,15.25</b>	<b>4,00.70</b>
Income tax expenses			
Current tax	25	1,88.05	1,07.17
Deferred tax	25	-	-
<b>Profit / (loss) for the period</b>		<b>5,27.20</b>	<b>2,93.53</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified to profit or loss			
Remeasurements of defined benefit liability (asset)		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
		-	-
<b>Total Comprehensive Income /(loss) for the period</b>		<b>5,27.20</b>	<b>2,93.53</b>
<b>Profit /(loss) attributable to:</b>			
Owners of the Company		5,27.20	2,93.53
<b>Total comprehensive income /(loss) attributable to:</b>			
Owners of the Company		5,27.20	2,93.53
<b>Earnings per equity share</b>			
Basic and diluted earnings per share	24	5,49.2	30.58

The accompanying notes are an integral part of these financial statements

As per our report of even date attached For and on behalf of the Board

**For CORNELIUS & DAVAR**

CHARTERED ACCOUNTANTS  
(Firm's Registration No. 101963W)

**R. D. DAVAR**

(PARTNER)  
Membership No. F10620

Place : Mumbai  
Date: May 16, 2024

**B. Akshikar**

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DIN: 09112346

**R. Mota**

Company Secretary  
ACS 38473

Place : Mumbai  
Date: May 16, 2024

**J. Chandy**

Director  
DIN: 09530618

# BIDDLE SAWYER LIMITED

Cash Flow Statement for the year ended 31st March, 2024

	Year ended March 31, 2024	Year ended March 31, 2023
(₹ in lakhs)		
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/(Loss) before income tax and exceptional items	715.25	4,00.70
<b>Adjustments for :</b>		
Interest income classified as investing cash flows	(0.06)	(0.38)
Finance cost	1,01.10	85.68
<b>Change in operating assets and liabilities</b>		
Decrease/(Increase) in Inventories	11,51.58	(28.68)
(Increase)/Decrease in other assets	(18,83.60)	11,92.15
Increase/(Decrease) in Trade payables	3,77.32	(17,41.68)
Increase/(Decrease) in Other liabilities	2.11	(93.32)
<b>Cash generated/used in operations</b>	<b>4,63.70</b>	<b>(1,85.53)</b>
Income taxes paid (net of refunds)	(1,55.82)	(1,84.31)
<b>Cash flow before exceptional items</b>	<b>3,07.88</b>	<b>(3,69.84)</b>
<b>Net cash inflow/(outflow) from operating activities</b>	<b>A 3,07.88</b>	<b>(3,69.84)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Advance received towards sale of property	1,70.00	-
(Purchase) / sale of bank deposits with maturity period more than 3 months but less than 12 months	-	(1.20)
Interest received	0.06	1.22
<b>Net cash inflow from investing activities</b>	<b>B 1,70.06</b>	<b>0.02</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings	8,00.00	3,50.00
Repayments of borrowings	(15,10.00)	-
Interest paid	(85.50)	-
<b>Net cash (outflow)/inflow from financing activities</b>	<b>C (795.50)</b>	<b>3,50.00</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(A + B + C) (3,17.56)</b>	<b>(19.82)</b>
Cash and cash equivalents opening balance	5,19.77	5,39.59
Cash and cash equivalents closing balance	2,02.21	5,19.77
<b>Net decrease in cash and cash equivalents</b>	<b>(3,17.56)</b>	<b>(19.82)</b>
<b>NOTES:</b>		
Cash and cash equivalents include:		
Balances with banks	2,02.21	5,19.77
Total cash and cash equivalents	<b>2,02.21</b>	<b>5,19.77</b>

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

**For CORNELIUS & DAVAR**

CHARTERED ACCOUNTANTS  
(Firm's Registration No. 101963W)

**R. D. DAVAR**

(PARTNER)  
Membership No. F10620

Place : Mumbai  
Date: May 16, 2024

For and on behalf of the Board

**B. Akshikar**

Director  
DIN: 09112346

**R. Mota**

Company Secretary  
ACS 38473

Place : Mumbai  
Date: May 16, 2024

**J. Chandy**

Director  
DIN: 09530618



# BIDDLE SAWYER LIMITED

Statement of Changes in Equity

## (a) Equity share capital

(₹ in lakhs)

	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the reporting period	9,60,000	96.00	9,60,000	96.00
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting period	<b>9,60,000</b>	<b>96.00</b>	<b>9,60,000</b>	<b>96.00</b>

## (b) Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus			Items of Other comprehensive income Remeasurements of the net defined benefit Plans	Total Equity
	Capital reserve	General reserve	Retained Earnings		
<b>Balance at 1 April 2023</b>	2.91	10,06.01	1,72.12	-	11,81.04
<b>Total Comprehensive</b>					
Profit/(loss) for the year	-	-	5,27.20	-	5,27.20
Other Comprehensive Income for the year	-	-	-	-	-
<b>Transactions with owners of the Company</b>					
Dividend on Equity Shares	-	-	-	-	-
Dividend Distribution Tax	-	-	-	-	-
<b>Balance at the end of the reporting period March 31, 2024</b>	<b>2.91</b>	<b>10,06.01</b>	<b>6,99.32</b>	<b>-</b>	<b>17,08.24</b>

	Reserves and Surplus			Items of Other comprehensive income Remeasurements of the net defined benefit Plans	Total Equity
	Capital reserve	General reserve	Retained Earnings		
<b>Balance at 1 April 2022</b>	2.91	10,06.01	(1,21.41)	-	8,87.51
<b>Total Comprehensive</b>					
Profit/(loss) for the year	-	-	2,93.53	-	2,93.53
Other Comprehensive Income for the year	-	-	-	-	-
<b>Transactions with owners of the Company</b>					
Dividend on Equity Shares	-	-	-	-	-
<b>Balance at the end of the reporting period March 31, 2023</b>	<b>2.91</b>	<b>10,06.01</b>	<b>1,72.12</b>	<b>-</b>	<b>11,81.04</b>

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For CORNELIUS &amp; DAVAR

CHARTERED ACCOUNTANTS  
(Firm's Registration No. 101963W)

R. D. DAVAR

(PARTNER)  
Membership No. F10620Place : Mumbai  
Date: May 16, 2024

For and on behalf of the Board

B. Akshikar

Director  
DIN: 09112346

R. Mota

Company Secretary  
ACS 38473Place : Mumbai  
Date: May 16, 2024

J. Chandy

Director  
DIN: 09530618

# Notes to the Financial Statements

for the year ended March 31, 2024

## 1 Material Accounting Policies:

### a) Basis of Accounting

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act"). The policies set out below have been consistently applied during the years presented.

The financial statements are presented in INR and all values are rounded to the nearest lakhs (INR 00,000), except where otherwise indicated.

### b) Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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.

Depreciation is provided on the straight-line method over the estimated useful lives of the assets as per the rates prescribed under:

Schedule II to the Companies Act, 2013 or re-assessed useful life based on technical evaluation as under:

Factory Buildings	30 years
Other Buildings	60 years
Plant and Equipment	10 years
Personal Computers and Laptops	3 to 5 years
Other Computer Equipment	4 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	5 years

Depreciation is provided pro-rata for the number of months availability for use. Depreciation on sale / disposal of assets is provided pro-rata up to the end of the month of sale / disposal.

An asset purchased where the actual cost does not exceed ₹ 5,000 is depreciated at the rate of 100%.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised as income or expense in the statement of profit and loss.

Advances given towards acquisition of Property, plant and equipment outstanding at each balance sheet date are disclosed as Capital Advance under Other non current assets.

### c) Investments and other financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

### d) Inventories

Inventories are valued at lower of cost and net realisable value. Cost is determined on first-in first-out basis. The cost of work-in-progress (other than those lying at third party manufacturing sites which is valued at material cost) and finished goods comprises of raw materials, direct labour, other direct costs and related production overheads, but excludes interest expense. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses.

# Notes to the Financial Statements

for the year ended March 31, 2024

## e) Revenue Recognition

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the company is recognizing revenue as and when it satisfies the performance obligation by transferring promised goods or services to a customer and customer obtains control of the same;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

## Interest Income

Interest income is recorded using the Effective Interest Rate (EIR). Interest income is included in other income in the statement of profit and loss.

## f) Foreign Currency transactions

Items included in the Standalone Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Standalone Financial Statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other expenses/ other income.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain

or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

## g) Taxes on Income

Income tax expense represents the sum of the current tax and deferred tax.

Current tax charge is based on taxable profit for the year. Taxable profit differs from profit as reported in the Statement of Profit and Loss because some items of income or expense are taxable or deductible in different years or may never be taxable or deductible. The Company's liability for current tax is calculated using Indian tax rates and laws that have been enacted by the reporting date.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority.

The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is the tax expected to be payable or recoverable in the future arising from temporary differences between the carrying amounts of assets and liabilities in the Balance Sheet and the corresponding tax bases used in the computation of taxable profit. It is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the Balance Sheet, if and only when the

# Notes to the Financial Statements

for the year ended March 31, 2024

Company currently has a legally enforceable right to set-off the current income tax assets and liabilities.

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.

## h) Provision and contingent liabilities

A provision is recognised if as a result of a past event, the Company has a present obligation (legal or constructive) that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of time value of money is material, provisions are discounted using a current pre tax rate that reflects, when appropriate, the risks specific to the liability. The increase in the provision due to passage of time is recognised as an interest expense.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote

## i) Other Accounting Policies

These are consistent with the generally accepted accounting principles.

## 2 Investment Property

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Gross carrying amount</b>		
Opening gross carrying amount/ Deemed cost	2.08	2.08
Additions (Improvements)	-	-
Deduction	-	-
Closing gross carrying amount	2.08	2.08
<b>Accumulated Depreciation</b>		
Opening Accumulated Depreciation	-	-
Depreciation charge	-	-
<b>Closing Accumulated Depreciation</b>	-	-
Net carrying amount	2.08	2.08

### Estimation of fair value

The Company has a land site that have been considered as Investment Property as it is not currently operational at present. In view of management, the fair market value of the land site is not reliably measurable as there are very few recent transactions of comparable composition of these properties in the market. Further, the fair market value will be subject to numerous municipal deductions dependent upon the current use and intended use of the property. Consequently, it is not possible to ascertain and disclose the range of fair market value. The estimated Ready Reckoner at year end, based on latest published data and current stated use, totals Rs 13,43.75 Lakhs for current year (Rs 13,43.75 Lakhs for previous year). Ready Reckoner rates are the prices of the residential property, land or commercial property for a given area that is published and regulated by the respective State Governments as a guide towards payment of stamp duty at the time of transaction. The Ready Reckoner is regarded as a gross value and does not represent the underlying fair market value to the company.

# Notes to the Financial Statements

for the year ended March 31, 2024

## Note 3

### Non current Financial assets - Loans

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Advances recoverable	26.55	26.55
Less: Provision for bad and doubtful loans and advances	(26.55)	(26.55)
	-	-

## Note 3A

### Non current Financial assets - Others

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Sundry Deposits	15.72	15.72
Less: Provision for bad and doubtful loans and advances	(15.72)	(15.72)
Term deposit with maturity period of more than twelve months	2.65	2.65
	<b>2.65</b>	<b>2.65</b>

## Note 4

### Other non-current assets

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Balance with Government Authorities	6,14.63	8,01.88
	<b>6,14.63</b>	<b>8,01.88</b>

## Note 5

### Inventories (at lower of cost or net realisable value)

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Raw materials	8,07.23	13,65.83
Packing materials	16.76	17.48
Work-in-progress	-	54.99
Finished goods	2,51.33	7,88.60
	<b>10,75.32</b>	<b>22,26.90</b>

## Note 6

### Cash and cash equivalents

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Current account Balances with Banks	2,02.21	5,19.77
	<b>2,02.21</b>	<b>5,19.77</b>

## Note 7

### Current financial assets - Others

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Interest accrued on investments/ deposits	0.16	0.01
Current account balances with group companies	21,05.24	34.68
	<b>21,05.40</b>	<b>34.69</b>

## Note 8

### Other current assets

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Balance with Government Authorities	0.22	0.08
Sundry advances	1,15.33	1,15.33
	<b>1,15.55</b>	<b>1,15.41</b>

## Note 9

### Share capital

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Equity share capital	96.00	96.00
	<b>96.00</b>	<b>96.00</b>

# Notes to the Financial Statements

for the year ended March 31, 2024

## Note 10

### Other Equity

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
General reserve	10,06.01	10,06.01
Capital reserve	2.91	2.91
Retained earnings	6,99.32	1,72.12
	<b>17,08.24</b>	<b>11,81.04</b>

## Note 11

### Non current financial liabilities - Borrowings

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Loans from related parties	11,00.00	18,10.00
	<b>11,00.00</b>	<b>18,10.00</b>

## Note 12

### Non current financial liabilities - Others

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Security deposits received	0.63	0.63
Other non-current financial liabilities	0.72	0.72
	<b>1.35</b>	<b>1.35</b>

### Trade Payables Ageing :-

Particulars	(₹ in lakhs)						
	Outstanding as at March 31, 2024						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	5.01	-	-	-	-	<b>5.01</b>
(ii) Others	3,30.09	-	11,22.02	-	-	-	<b>14,52.11</b>

Particulars	(₹ in lakhs)						
	Outstanding as at March 31, 2023						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	13.49	-	-	-	-	<b>13.49</b>
(ii) Others	4,33.68	1,65.88	4,51.15	-	-	-	<b>10,50.71</b>

## Note 13

### Non-current Provisions

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Drugs Prices Equalisation Account (refer note 16 (i))	71.24	71.24
Provision for pricing of formulation	54.09	54.09
	<b>1,25.33</b>	<b>1,25.33</b>

## Note 14

### Trade and other payables

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Due to Micro, Small and Medium Enterprises	5.01	13.49
Trade and other payables	14,52.11	10,50.71
	<b>14,57.12</b>	<b>10,64.20</b>

# Notes to the Financial Statements

for the year ended March 31, 2024

## Note 15

### Other current liabilities

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Advance received towards sale of property	1,70.00	-
Other liabilities	7.27	5.94
Statutory dues	6.71	5.93
	<b>1,83.98</b>	<b>11.87</b>

## Note 16

### CONTINGENT LIABILITIES

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Claims against the Company not acknowledged as debts	49.08	59.12
Sales tax matters	19.96	19.96
Guarantee given by the Company to the Customs Authorities	2,00.00	2,00.00
Based on the data obtained by Government, it had directed the Company to pay a tentative amount along with interest due thereon into the Drugs Prices Equilisation Account (DPEA) under Drugs (Price Control) Order 1979, in respect of Bulk Drug Amoxicillin Trihydrate, on account of alleged unintended benefit enjoyed by the Company. The Company had filed its reply contending that no amount is payable into DPEA.	49.29	49.29

## 16 (i) DRUGS PRICES EQUALISATION ACCOUNT

The Company received a letter dated 20th/24th August, 1998 from the Central Government demanding an amount of Rs, 4,40.79 Lakhs comprising ₹ 1,42.74 Lakhs in respect of prices relating to Salbutamol formulations during the period April, 1979 to December, 1983 with

interest thereon amounting to ₹ 2,98.05 Lakhs upto 31st July, 1998. The Company had been legally advised that the demand of Rs, 1,42.74 Lakhs is not sustainable and it, therefore follows that the interest demand also cannot be sustained. The total demand has been challenged by the Company in a Writ Petition filed in the Bombay High Court. The Bombay High Court has granted an interim stay of the demand, subject to the Company depositing 50% of the principal amount. Accordingly, the Company has deposited an amount of ₹ 71.50 Lakhs with the Government on 3rd May, 1999. This is a normal interim order passed by the High court in such matters and does not in any way reflect upon the merits or otherwise of the case. The amount will be refunded if the Company succeeds at the final hearing of the matter. The Government's application in the Supreme Court praying that this writ petition be transferred to the Supreme Court from the Bombay High Court was not allowed and the Company's writ petition will now be heard by the Bombay High Court.

## 17 SHARE CAPITAL

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Authorised</b>		
15,00,000 (Previous year : 15,00,000) Equity Shares of ₹10 each	1,50.00	1,50.00
<b>ISSUED, SUBSCRIBED &amp; PAID-UP:</b>		
9,60,000 (Previous year : 9,60,000) Equity Shares of ₹10 each fully paid up (of the above 7,50,000 ordinary shares have been allotted as fully paid-up Bonus shares by capitalisation of General Reserve)	96.00	96.00
<b>TOTAL</b>	<b>96.00</b>	<b>96.00</b>
<b>a) Shares held by holding company</b>		
Equity Shares of ₹ 10 each 9,60,000 (Previous year : 9,60,000) held by GlaxoSmithKline Pharmaceuticals Limited, the Holding Company	96.00	96.00

# Notes to the Financial Statements

for the year ended March 31, 2024

## b) Reconciliation of the number of shares

	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	₹ In Lakhs	Number of Shares	₹ In Lakhs
Balance at the beginning of the year	9,60,000	96.00	9,60,000	96.00
Issued during the year	-	-	-	-
Balance at the end of the year	<b>9,60,000</b>	<b>96.00</b>	<b>9,60,000</b>	<b>96.00</b>

## c) Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a par value of Rs 10/- per share. Each share holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## d) Details of shareholders holding more than 5% shares in the company:

Particulars	As at March 31, 2024	As at March 31, 2023
	Number of Shares	Number of Shares
GlaxoSmithKline Pharmaceuticals Limited, the Holding Company	9,60,000	9,60,000
	{100%}	{100%}

## 18 Revenue from operations

### Sale of products (gross)

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>A. Sale of products (gross)</b>		
Sale of products	65,56.06	51,31.09
	<b>65,56.06</b>	<b>51,31.09</b>
<b>B. Other operating revenue</b>		
Others	55.84	-
	<b>55.84</b>	<b>-</b>
<b>Total Revenue from operations</b>	<b>66,11.90</b>	<b>51,31.09</b>

## 19 Other income

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest income	0.06	0.38
Miscellaneous Income	12.57	-
	<b>12.63</b>	<b>0.38</b>

## 20 Cost of materials consumed

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Cost of materials consumed	41,52.88	33,13.53
	<b>41,52.88</b>	<b>33,13.53</b>

## 21 Changes In Inventories Of Finished Goods, Work-In-Progress and traded goods

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Opening stock		
Work-in-progress	54.99	14.76
Finished goods	7,88.60	10,00.33
Less: Closing stock		
Work-in-progress	-	54.99
Finished goods	2,51.33	7,88.60
	<b>5,92.26</b>	<b>1,71.50</b>



# Notes to the Financial Statements

for the year ended March 31, 2024

## 22 Finance costs

Particulars	₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest cost on financial liabilities measured at amortized cost	1,01.10	85.68
	<b>1,01.10</b>	<b>85.68</b>

## 23 Other expenses

Particulars	₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Manufacturing charges	9,33.01	8,98.41
Rates and taxes	0.35	0.04
Statutory audit fees	5.59	5.59
In other capacity in respect of :		
Tax audit fees	1.05	1.05
Cost audit fees	1.45	-
Corporate social responsibility (Refer Note 32)	6.92	-
Exchange loss (net)	-	1,06.37
Reimbursement of expenses to GlaxoSmithKline Pharmaceuticals Limited	59.99	61.43
Tax and consulting fees	19.45	13.74
Security guard services	16.27	24.91
Third party warehousing	7.01	2.31
Miscellaneous expenses	11.95	46.21
	<b>10,63.04</b>	<b>11,60.06</b>

## 24 EARNINGS PER SHARE

Particulars	₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Earnings per share		
Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. The numbers used in calculating basic and diluted earnings per equity share are as stated below:		

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Profit /(loss) after taxation (₹ Lakhs)	5,27.20	2,93.53
Weighted average number of shares (Nos)	9,60,000	9,60,000
Earnings per share (Basic and Diluted) - ₹	54.92	30.58
Face value per share - ₹	10.00	10.00

## 25 Tax expense

### (a) Amounts recognised in profit and loss

Particulars	₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Current income tax	1,88.05	1,07.17
Deferred tax		
Decrease (increase) in deferred tax assets	-	-
Adjustment to deferred tax attributable to change in Income Tax rates	-	-
<b>Tax expense for the year</b>	<b>1,88.05</b>	<b>1,07.17</b>

### (b) Reconciliation of effective tax rate

Particulars	₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Profit /(loss) before tax	7,15.25	4,00.70
Tax using the Company's domestic tax rate at 25.168% (Previous Year: 25.168%)	1,80.01	1,00.87
Tax effect of:		
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
CSR	1.74	-
Other items	6.30	6.30
	<b>1,88.05</b>	<b>1,07.17</b>

The Company's effective tax rate for the years ended March 31, 2024 is 26.29% (financial year 2022-2023 26.75%). Income tax

# Notes to the Financial Statements

for the year ended March 31, 2024

expense is ₹ 1,88.05 lakhs for the year ended March 31, 2024 and ₹ 1,07.17 lakhs for the year ended March 31, 2023.

## (c) Movement in deferred tax balances

(₹ in lakhs)

	March 31, 2024			
	Net balance April 1, 2023	Recognised in profit or loss	Recognised in OCI	Net Deferred tax asset / (liability) as at March 31, 2024
<b>Deferred tax asset</b>				
Expenses allowable for tax purpose when paid	22.99	-	-	22.99
Provision for pricing matters	13.43	-	-	13.43
<b>Tax assets (Liabilities)</b>	<b>36.43</b>	<b>-</b>	<b>-</b>	<b>36.43</b>

(₹ in lakhs)

	March 31, 2023			
	Net balance April 1, 2022	Recognised in profit or loss	Recognised in OCI	Net Deferred tax asset / (liability) as at March 31, 2023
<b>Deferred tax asset</b>				
Expenses allowable for tax purpose when paid	22.99	-	-	22.99
Provision for pricing matters	13.43	-	-	13.43
<b>Tax assets (Liabilities)</b>	<b>36.43</b>	<b>-</b>	<b>-</b>	<b>36.43</b>

## (d) The details of income tax assets and income tax liabilities as at March 31, 2024 and March 31, 2023

(₹ in lakhs)

Particulars	As at	
	March 31, 2024	March 31, 2023
Current Tax Assets (Net)	5,17.75	5,49.98
Current Tax Liabilities (Net)	-	-
<b>Net current income tax asset/(liability) at the end</b>	<b>5,17.75</b>	<b>5,49.98</b>

The gross movement in the current tax asset/(liability) for the year ended March 31, 2024 and March 31, 2023 is as follows:

(₹ in lakhs)

Particulars	As at	
	March 31, 2024	March 31, 2023
Net current income tax asset/(liability) at the beginning	5,49.98	4,72.84
Income tax Paid	1,55.82	1,84.31
Current Income Tax Expense	(1,88.05)	(1,07.17)
<b>Net current income tax asset/(liability) at the end</b>	<b>5,17.75</b>	<b>5,49.98</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

## 26 Financial instruments – Fair values and risk management

### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities including their levels presented below.

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
	<b>Financial assets at amortised cost</b>	
Cash and cash equivalents	2,02.21	5,19.77
Other bank balance	2.65	2.65
Current account balances with group companies	21,05.24	34.68
Interest accrued on investments/ deposits	0.16	0.01
<b>Total financial assets</b>	<b>23,10.26</b>	<b>5,57.11</b>

# Notes to the Financial Statements

for the year ended March 31, 2024

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Financial liabilities at amortised cost</b>		
Security deposits received	0.63	0.63
Other non-current financial liabilities	0.72	0.72
Trade payables	14,5712	10,64.20
Loans from related parties	11,00.00	18,10.00
<b>Total financial liabilities</b>	<b>25,58.47</b>	<b>28,75.55</b>

## B. Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at amortised cost and for which fair values are disclosed in the Standalone Financial Statements.

### Fair value of financial assets and liabilities measured at amortised cost

The amount of fair value of the above Financial assets and liabilities is considered to be insignificant in value and hence carrying value and the fair value is considered to be same.

The carrying amounts of Cash and cash equivalents, other bank balance, Trade receivables, Trade payables, balance with group companies, accrued interest, loan from related parties are considered to be the same as their fair values due to their short term nature.

## C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Liquidity risk
- Market risk

### Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee of the Holding company oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company has no outstanding bank borrowings. The Company believes that the working capital is sufficient to meet its current requirements. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

As of March 31, 2024, the Company had working capital of ₹ 18,57.38 Lakhs, including cash and cash equivalents of ₹ 2,02.21 Lakhs, investments in term deposits (i.e., bank certificates of deposit having original maturities of more than 3 months and less twelve months) of ₹ NIL.

As of March 31, 2023, the Company had working capital of ₹ 18,20.7 Lakhs, including cash and cash equivalents of ₹ 5,19.77 Lakhs, investments in term deposits (i.e., bank

# Notes to the Financial Statements

for the year ended March 31, 2024

certificates of deposit having original maturities of more than 3 months and less twelve months) of ₹ NIL.

## Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are

gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

As at March 31, 2024	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	14,5712	14,5712	14,5712	-	-	-
Security deposits	0.63	0.63	-	-	0.63	-
Other non-current liabilities	0.72	0.72	-	-	0.72	-
Loans from related parties	11,00.00	11,00.00	-	-	11,00.00	-

(₹ in lakhs)

As at March 31, 2023	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	10,64.20	10,64.20	10,64.20	-	-	-
Security deposits	0.63	0.63	-	-	0.63	-
Other non-current liabilities	0.72	0.72	-	-	0.72	-
Loans from related parties	18,10.00	18,10.00	-	18,10.00	-	-

## Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables. The Company is exposed to market risk primarily related to foreign exchange rate risk.

## Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss account, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

The Company is exposed to currency risk on account of its receivables and payables in foreign currency. The functional currency of the Company is Indian Rupee.

## Exposure to currency risk

The Company's exposure to foreign currency risk at the end of the reporting period is as follows:

(₹ in lakhs)

	As at March 31, 2024		As at March 31, 2023	
	USD	GBP	USD	GBP
Trade payables	25.33	-	(3,15.85)	-
Current financial assets - Others	-	21,05.24	-	34.68
Net statement of financial position exposure	<b>25.33</b>	<b>21,05.24</b>	<b>(3,15.85)</b>	<b>34.68</b>

# Notes to the Financial Statements

for the year ended March 31, 2024

## Sensitivity analysis

A reasonably possible strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis

assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in Lakhs	Strengthening / Weakening %		Profit or loss		Equity	
			Strengthening	Weakening	Strengthening	Weakening
<b>March 31, 2024</b>						
USD	5%	-	1.27	(1.27)	-	-
GBP	5%	-	1,05.26	(1,05.26)	-	-

Effect in Lakhs	Strengthening / Weakening %		Profit or loss		Equity	
			Strengthening	Weakening	Strengthening	Weakening
<b>March 31, 2023</b>						
USD	5%	-	(15.79)	15.79	-	-
GBP	5%	-	1.73	(1.73)	-	-

(Note: The impact is indicated on the profit/loss before tax basis)

## 27 Capital Management

### (a) Risk Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders

The Company has adequate cash and bank balances and has interest bearing liabilities. The company monitors its capital by a careful scrutiny of the cash and bank balances, a regular assessment of any debt requirements and the maintenance of debt equity ratio and debt service coverage ratio etc.( Refer Note 31)

## 28 SEGMENT REPORTING

An operating segment is one whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. The Company has identified the Chief Operating Decision Maker as its Director.

The Chief Operating Decision Maker reviews performance of pharmaceutical business on an overall basis. As the Company has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on Operating Segment is not applicable. In compliance to the said standard, Entity-wide disclosures are as under :

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Revenues from external customers attributed to the country of domicile and attributed to all foreign countries from which the company derives revenues</b>		
Revenue from the Country of Domicile- India	10,27.59	6,33.29
Revenue from foreign countries	55,84.31	44,97.80
<b>Total</b>	<b>66,11.90</b>	<b>51,31.09</b>

# Notes to the Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Details of non current asset</b>		
Non Current asset from the Country of Domicile- India	11,34.46	13,53.94
Non Current asset from foreign countries	-	-
<b>Total</b>	<b>11,34.46</b>	<b>13,53.94</b>

## 29 RELATED PARTY DISCLOSURES

1 Related parties with whom there were transactions during the year are listed below:

Holding Company:

- The Company is a wholly owned subsidiary of GlaxoSmithKline Pharmaceuticals Limited.

Other related parties in the GlaxoSmithKline (GSK) Group where common control exists

- GSK Export Limited
- GSK Services Unlimited

2 The following transactions were carried out with the related parties at normal commercial terms in the ordinary course of business.

(₹ in lakhs)

Particulars	Holding Company	
	Year ended March 31, 2024	Year ended March 31, 2023
	<b>GlaxoSmithKline Pharmaceuticals Limited</b>	
1. Payment of common costs	5999	61.43
2. Sale of products	9,71.75	6,33.29
3. Payment of Manufacturing charges	9,33.01	8,98.41
4. Interest on loan taken	1,01.09	85.54
5. Reimbursement of Expenses	4.59	-
6. Borrowings	11,00.00	18,10.00
7. Outstanding payable by the Company (net)*	(2,40.97)	(1,41.97)

(₹ in lakhs)

Particulars	Other related parties in the GlaxoSmithKline (GSK) Group where common control exists	
	Year ended March 31, 2024	Year ended March 31, 2023
	<b>GSK Export Limited</b>	
1. Sale of products	55,84.31	44,97.80
2. Outstanding receivable by the Company (net)*	20,90.05	34.68

(₹ in lakhs)

Particulars	Other related parties in the GlaxoSmithKline (GSK) Group where common control exists	
	Year ended March 31, 2024	Year ended March 31, 2023
	<b>GSK Export Limited</b>	
1. Reimbursement of Expenses	15.19	-
2. Outstanding receivable by the Company (net)*	15.19	-

\* Transactions with the above parties are accounted in the respective current accounts.

## 30 Disclosures as required by Micro, Small and Medium Enterprises Development Act, 2006 are as under:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
(a) The principal amount and the interest due thereon remaining unpaid to suppliers		
(i) Principal	5.01	13.49
(ii) Interest due thereon	0.01	0.10
	5.02	13.59
(b) (i) The delayed payments of principal amount paid beyond the appointed date during the entire accounting year	5.01	2.88

# Notes to the Financial Statements

for the year ended March 31, 2024

Particulars	As at March 31, 2024	As at March 31, 2023	Particulars	As at March 31, 2024	As at March 31, 2023
(ii) Interest actually paid under Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	(d) (i) Total Interest accrued during the year	0.01	0.10
(c) (i) Normal Interest accrued during the year, for all the delayed payments, as per the agreed terms	-	-	(ii) Total Interest accrued during the year and remaining unpaid	0.01	0.10
(ii) Normal Interest payable for the period of delay in making payment, as per the agreed terms	-	-			

The above information regarding Micro, Small and Medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

## 31 Key Financial Ratios

(₹ in lakhs)

Ratio	Numerator	Denominator	Mar-24	Mar-23	Variance	Reason for variance
1 Current Ratio	Current assets	Current Liabilities	2.13	2.69	-21%	
2 Return on Equity	Profit after tax	Shareholders Equity	29.22%	22.99%	27%	Increase in sales and higher margins resulted in increase in profits.
3 Inventory Turnover Ratio	Sale of Products	Average inventories	3.97	2.32	71%	Due to increase in sales and optimum utilization of inventory
4 Trade Payables Turnover Ratio	Cost of Goods Sold + Expenses	Average trade payables	4.61	2.40	92%	Increase is due to reduction in average trade payables.
5 Net Capital Turnover Ratio	Sale of Products	Working Capital	3.53	2.82	25%	Increase in sales resulted in better net working capital
6 Net Profit Ratio	Profit after tax	Revenue from operations	7.97%	5.72%	39%	Increase in sales resulted in increase in profits.
7 Return on Capital Employed	Profit before interest and tax	Net Worth	45.25%	38.09%	19%	
8 Debt Equity Ratio	Debt	Total Equity	0.61	1.42	-57%	Repayment of Loan to parent company resulted in decrease in debt
9 Debt service coverage ratio	Net profit before tax plus interest cost minus non-operating income and non cash income	Interest+ Outstanding Loans	0.67	0.26	153%	Reduction in loan as well as higher sales coupled with higher margins resulted in higher ratio

The Trade receivable Turnover ratio is not applicable to the company as all of the trade receivables are Group Companies which are disclosed under other current financial assets.

The Return on Investment ratio is also not applicable to the company.

# Notes to the Financial Statements

for the year ended March 31, 2024

## 32 CORPORATE SOCIAL RESPONSIBILITY

Expense towards activities relating to Corporate Social Responsibility in compliance with section 135 of the Companies Act, 2013 recognised in the Statement of Profit and Loss under Corporate social responsibility' in Note 23:

Particulars	Year ended	
	March 31, 2024	March 31, 2023
(a) Amount spent		
<b>Particulars</b>		
(i) Construction/ acquisition of the asset	-	-
(ii) On purposes other than (i) above	692	-
	<b>6.92</b>	<b>-</b>
(b) Gross amount required to be spent by the Company	692	-

(₹ in lakhs)

## 33 Additional information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) 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
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iv) 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:
  - (a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

**34** As per MCA notification dated August 05, 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, Companies are required to maintain daily back-up of the books of account and other relevant books and papers which are maintained in electronic mode on servers physically located in India.

The books of account of the Company and other relevant books and papers are maintained in electronic mode other than certain records and papers which are physically maintained in India. The electronic books of accounts are always readily accessible from India and currently a daily backup is maintained on servers located outside India. The Company is in the process of complying with the aforesaid MCA notification.

**35** In view to make financial statements comparable, previous period's figures have been regrouped wherever necessary.

As per our report of even date attached

For and on behalf of the Board

**For CORNELIUS & DAVAR**  
 CHARTERED ACCOUNTANTS  
 (Firm's Registration No. 101963W)

**B. Akshikar**  
 Director  
 DIN: 09112346

**J. Chandy**  
 Director  
 DIN: 09530618

**R. D. DAVAR**  
 (PARTNER)  
 Membership No. F10620

**R. Mota**  
 Company Secretary  
 ACS 38473

Place : Mumbai  
 Date: May 16, 2024

Place : Mumbai  
 Date: May 16, 2024



# Independent Auditor's Report

To The Members of GlaxoSmithKline Pharmaceuticals Limited

Report on the Audit of the Consolidated Financial Statements

## Opinion

We have audited the accompanying consolidated financial statements of **GlaxoSmithKline Pharmaceuticals Limited** ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the report of the other auditors on separate financial statements of the subsidiary, referred to in the Other Matters section below, the aforesaid consolidated 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 consolidated state of affairs of the Group as at March 31, 2024, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

## Basis for Opinion

We conducted our audit of the consolidated financial statements 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 Responsibility 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made 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 obtained by us and the audit evidence obtained by the other auditor in terms of their reports referred to in the Other Matters section below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 the matter described below to be the key audit matter to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p><b>Revenue recognition – Sale of products</b> [Refer Note 27 to the consolidated financial statements]</p> <p>Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.</p>	<p><b>Principal audit procedures performed:</b></p> <ul style="list-style-type: none"> <li>Assessed the appropriateness of the Company's revenue recognition policy by mapping it with applicable accounting standards.</li> <li>Performed a walkthrough of the revenue business cycle to obtain an understanding of the relevant risks and controls around the timing of revenue recognition. Tested the design, implementation and operating effectiveness of the relevant controls around dispatches / deliveries.</li> <li>Our substantive audit procedures with regard to revenue recognition included testing inventory reconciliations and testing of cut-offs on a sample basis and performing analytical review procedures.</li> </ul>

## Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business

Responsibility and Sustainability Report and Corporate Governance in Annual report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiary audited by the other auditor, to the extent it relates to this entity and, in doing so, place reliance on the work of the other auditor and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiary, is traced from their financial statements audited by the other auditor.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments 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 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 Parent, 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 respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities 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 Responsibility 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 the 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 judgment and maintain professional skepticism throughout the audit. We also:

- 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.
- Obtain an understanding of internal financial controls 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 Parent has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 ability of the Group 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 Group to cease to continue as a going concern.

- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entity included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which have been audited by the 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, makes 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 of the Parent regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls 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 consolidated financial statements of the current period 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.

### Other Matters

We did not audit the financial statements of a subsidiary whose financial statements reflect total assets of ₹ 46,72.02 Lakhs as at March 31, 2024, total revenues of ₹ 66,24.53 Lakhs and net cash outflows amounting to ₹ 3,17.56 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements above 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 auditor.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditor on the separate financial statements of the subsidiary referred to in the Other Matters section above we report, to the extent applicable 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 maintained by the Group including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India by the Parent and of its subsidiary (refer Note 59 to the consolidated financial statements).
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes

in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Parent as on March 31, 2024 taken on record by the Board of Directors of the Company and the report of the statutory auditor of its subsidiary company 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) The observation relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.
- g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.
- 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 and based on the auditor's reports of the subsidiary company incorporated in India, the remuneration paid by the Parent and such subsidiary company to their respective 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 consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 39 to the consolidated financial statements.
  - ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary company incorporated in India
- iv. (a) The respective Managements of the Parent and its subsidiary which is a companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, as disclosed in the Note 56(iii) to the consolidated 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 Parent or the subsidiary 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or the subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Parent and its subsidiary which is a company incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, as disclosed in the Note 56(iv) to the consolidated financial statements, no funds have been received by the Parent or the subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or the subsidiary 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.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, nothing has come to

our or other auditor's notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The final dividend proposed in the previous year, declared and paid by the Parent during the year is in accordance with section 123 of the Act, as applicable.

As stated in Note 58 to the consolidated financial statements, the Board of Directors of the Parent have proposed final dividend for the year which is subject to the approval of the members of the Parent at the ensuing respective Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

- vi) Based on our examination which included test checks and that performed by the respective auditors of the subsidiary and based on the other auditor report of its subsidiary company incorporated in India whose financial statements have been audited under the Act, the Parent and its subsidiary company incorporated in India have used accounting softwares for maintaining their respective books of account for the financial year ended March 31, 2024 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 softwares. Further, during the course of audit, we and the other auditor, whose report has been furnished to us by the Management of the Parent, have not come

across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 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.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditor of subsidiary company included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that there are no qualifications or adverse remarks by the auditors in the CARO reports of the subsidiary company included in the consolidated financial statements.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

**Rupen K. Bhatt**

Partner

(Membership No. 046930)

(UDIN: 24046930BKEZWE2809)

Place: Mumbai

Date: May 17, 2024

# Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 1 (g) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

## Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended March 31, 2024, we have audited the internal financial controls with reference to consolidated financial statements of **GlaxoSmithKline Pharmaceuticals Limited** (hereinafter referred to as “Parent”) and its subsidiary company which is a company incorporated in India, as of that date.

### Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its subsidiary company which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on “the internal control with reference to consolidated financial statements criteria established by the respective Companies 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 the respective 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.

### Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary company which is a company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 consolidated 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated 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 and the audit evidence obtained by the other auditor of the subsidiary company which is a company incorporated in India, in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary company which is a company incorporated in India.

### Meaning of Internal Financial Controls with reference to consolidated financial statements

A company’s internal financial control with reference to consolidated 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 consolidated 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 consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated 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 consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated 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 to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditor referred to in the Other Matters paragraph below, the Parent and its subsidiary company which is a company incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, based on the criteria for internal financial control with reference to consolidated financial statements established by the respective companies 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 report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to a subsidiary company which is a company incorporated in India, is based solely on the corresponding reports of the auditor of such company incorporated in India.

Our opinion is not modified in respect of the above matter.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

**Rupen K. Bhatt**

Partner

(Membership No. 046930)

(UDIN: 24046930BKEZWE2809)

Place: Mumbai

Date: May 17, 2024

# Consolidated Balance Sheet

as at March 31, 2024

(₹ in lakhs)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	279,35.86	281,00.75
Right of use assets	46	1,744.36	13,799.4
Capital work-in-progress	3	13,92.96	20,31.18
Investment property	4	91.81	1,06.19
Intangible assets	5	23,55.38	34,09.08
Financial assets			
(i) Investments	6	-	70,00.00
(ii) Other financial assets	7	10,21.75	12,11.00
Current tax assets (net)	45	213,63.83	213,96.06
Deferred tax assets (net)	45	146,31.22	133,54.60
Other non-current assets	8	52,82.72	52,43.23
		<b>758,19.89</b>	<b>832,32.03</b>
<b>Current assets</b>			
Inventories	9	525,04.82	459,97.04
Financial assets			
(i) Current Investments	10	813,22.33	518,28.88
(ii) Trade receivables	11	222,05.71	192,37.50
(iii) Cash and cash equivalents	12	64,17.12	34,94.09
(iv) Bank balances other than (iii) above	13	999,04.68	1,120,98.75
(v) Other financial assets	14	130,14.28	137,65.26
Other current assets	15	44,72.92	30,04.93
		2,798,41.86	2,494,26.45
		<b>3,556,61.75</b>	<b>3,326,58.48</b>
<b>TOTAL ASSETS</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	16	169,40.60	169,40.60
Other equity	17	1,608,23.37	1,571,86.70
<b>Total equity</b>		<b>1,777,63.97</b>	<b>1,741,27.30</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	18 & 46	6,46.91	3,45.54
(ii) Other financial liabilities	19	9.81	68.31
Provisions	20 & 26	24,746.45	25,480.32
		<b>254,03.17</b>	<b>258,94.17</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	21 & 46	12,19.59	12,08.38
(ii) Trade payables	22		
Total outstanding dues of micro enterprises and small enterprises		1,978.6	4,95.44
Total outstanding dues of creditors other than micro enterprises and small enterprises		623,431.1	422,83.43
(iii) Other financial liabilities	23	142,11.09	116,30.18
Other current liabilities	24	53,13.09	56,20.13
Provisions	25 & 26	393,51.98	417,79.10
Current tax liabilities (net)	45	298,57.89	296,20.35
		<b>1,524,94.61</b>	<b>1,326,37.01</b>
<b>Total liabilities</b>		<b>1,778,97.78</b>	<b>1,585,31.18</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,556,61.75</b>	<b>3,326,58.48</b>

The accompanying notes 1 to 60 are an integral part of the Consolidated Financial Statements

In terms of our report attached

For and on behalf of the Board of Directors

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

**R. S. Karnad**

Chairperson

DIN: 00008064

**B. Akshikar**

Managing Director

DIN: 09112346

**J. Chandy**

CFO & Whole-time Director

DIN: 09530618

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

**A. Nadkarni**

Company Secretary

FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024



# Consolidated Statement of Profit and Loss

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Notes	Year ended March 31, 2024	Year ended March 31, 2023
<b>Continuing operations</b>			
<b>INCOME</b>			
Revenue from operations	27	3453,70.62	3251,72.30
Other income	28	122,59.37	100,66.10
<b>Total income</b>		<b>3576,29.99</b>	<b>3352,38.40</b>
<b>EXPENSES</b>			
Cost of materials consumed	29	545,16.76	427,48.55
Purchases of stock-in-trade	29	853,08.08	788,43.09
Changes in inventories of finished goods, stock-in-trade and work-in-progress	30	(63,72.18)	68,96.00
Employee benefits expense	31	624,39.03	594,98.57
Finance costs	32	1,79.87	1,81.22
Depreciation and amortization expense	33	69,67.96	65,76.72
Other expenses	34	586,10.14	567,57.46
<b>Total expenses</b>		<b>2616,49.66</b>	<b>2515,01.61</b>
<b>Profit before exceptional items and tax</b>		<b>959,80.33</b>	<b>837,36.79</b>
Exceptional items (net)	37	(143,61.54)	(96.79)
Profit before tax		816,18.79	836,40.00
<b>Tax expense:</b>	45		
Current tax		237,59.17	247,12.54
Deferred tax		(11,36.48)	(18,36.76)
		<b>226,22.69</b>	<b>228,75.78</b>
<b>Profit for the year from continuing operations</b>		<b>589,96.10</b>	<b>607,64.22</b>
<b>Discontinued Operations</b>	53		
Profit before tax from discontinued operations		-	4,12.63
Tax expense of discontinued operations		-	1,08.17
<b>Profit from discontinued operations (after tax)</b>		-	3,04.46
<b>Profit for the year</b>		589,96.10	610,68.68
<b>Other comprehensive (loss)</b>			
Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit plans	38	(5,56.83)	(8,06.69)
Income tax relating to items that will not be reclassified to profit or loss	45	1,40.14	2,03.03
		<b>(4,16.69)</b>	<b>(6,03.66)</b>
<b>Total comprehensive income for the year</b>		<b>585,79.41</b>	<b>604,65.02</b>
<b>Profit for the year attributable to owners of the Group</b>		589,96.10	610,68.68
<b>Other comprehensive (loss) attributable to owners of the Group</b>		(4,16.69)	(6,03.66)
<b>Total comprehensive income for the year attributable to owners of the Group</b>		585,79.41	604,65.02
<b>Earnings per equity share</b>	47		
<b>Earnings per equity share from continuing operations</b>			
Basic and diluted earnings per share before exceptional item		41.14	35.90
Basic and diluted earnings per share after exceptional item		34.83	35.87
<b>Earnings per equity share from discontinued operations</b>			
Basic and diluted earnings per share		-	0.18
<b>Earnings per equity share from continuing operations &amp; discontinued operations</b>			
Basic and diluted earnings per share before exceptional item		41.14	36.08
Basic and diluted earnings per share after exceptional item		34.83	36.05
The accompanying notes 1 to 60 are an integral part of the Consolidated Financial Statements			

In terms of our report attached

For and on behalf of the Board of Directors

For Deloitte Haskins &amp; Sells LLP

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

**R. S. Karnad**

Chairperson

DIN: 00008064

**B. Akshikar**

Managing Director

DIN: 09112346

**J. Chandy**

CFO &amp; Whole-time Director

DIN: 09530618

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

**A. Nadkarni**

Company Secretary

FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024

# Consolidated Statement of Cash Flows

for the year ended March 31, 2024

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before exceptional items and tax from :		
Continuing operations	959,80.33	837,36.79
Discontinued operations	-	4,12.63
	<b>959,80.33</b>	<b>841,49.42</b>
Adjustments for :		
Gain on disposal of property, plant and equipment (net)	(88.94)	(2.78)
Interest income	(67,52.90)	(69,41.12)
Gain on liquid investments	(48,77.62)	(30,77.85)
Finance costs	1,79.87	1,81.22
Depreciation and amortisation expense	69,67.96	65,76.72
Allowance for doubtful debts and advances	58.68	(7,36.44)
<b>Operating Profit before working capital changes</b>	<b>914,67.38</b>	<b>801,49.17</b>
<b>Change in operating assets and liabilities</b>		
(Increase) / Decrease in inventories	(65,07.78)	74,72.50
(Increase) / Decrease in trade receivables	(30,26.89)	20,22.83
(Increase) in other assets	(11,80.19)	(43,81.19)
Increase/(Decrease) in trade payables	190,13.67	(153,21.50)
(Decrease)/Increase in provisions	(37,17.82)	81,61.20
Increase/(Decrease) in other liabilities	15,21.08	(25,28.40)
<b>Cash generated from operations</b>	<b>975,69.45</b>	<b>755,74.61</b>
Income taxes (paid) (net of refunds)	(254,22.56)	(264,70.69)
<b>Cash inflow from operating activities before exceptional items</b>	<b>721,46.89</b>	<b>491,03.92</b>
<b>Exceptional items:</b>		
Payment of redundancy cost	(163,30.27)	(9,10.55)
Income taxes on exceptional items	23,84.93	2,29.17
<b>Net cash generated from operating activities</b>	<b>582,01.55</b>	<b>484,22.54</b>
	<b>A</b>	
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payments to acquire property, plant and equipment and other intangible assets	(31,22.15)	(44,03.91)
Proceeds from sale of property, plant and equipment	2,76.90	1,45.65
Sale / redemption of current investments	2156,09.68	3201,27.46
Margin money deposits (placed) / matured	2,23.86	(68.48)
Investment in bank deposits (having original maturity more than 3 months but less than 12 months)	(3379,29.87)	(1941,10.00)
Redemption / maturity of bank deposits (having original maturity more than 3 months but less than 12 months)	3500,76.00	3019,31.00
Current Investments	(2422,93.45)	(3323,19.26)

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Loan given to related parties	(25,00.00)	(100,00.00)
Loan repayment from related parties	95,00.00	220,00.00
Advance received towards sale of Property	1,70.00	-
Indirect taxes payables on sale of brands and other identified assets (discontinued operations)	-	(295,77.67)
Interest received	93,43.23	62,97.19
<b>Cash (outflow) / inflow from investing activities before exceptional items</b>	<b>(6,45.80)</b>	<b>800,21.98</b>
<b>Exceptional items:</b>		
Proceeds from sale of Investment property	19,68.73	9,78.00
Income taxes on Exceptional items	(4,51.76)	(2,14.84)
<b>Net cash inflow from investing activities</b>	<b>8,71.17</b>	<b>807,85.14</b>
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid, other than on lease liabilities	(22.40)	44.24
Interest paid on lease liabilities	(1,57.47)	(1,39.78)
Principal payment of lease liabilities	(18,12.53)	(16,86.77)
Dividend paid to shareholders	(541,57.29)	(1525,49.99)
<b>Net cash outflow from financing activities</b>	<b>(561,49.69)</b>	<b>(1543,32.30)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(A + B + C)</b>	<b>(251,24.62)</b>
Cash and cash equivalents at the beginning of the year	34,94.09	286,18.71
Cash and cash equivalents at the end of the year	64,17.12	34,94.09
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>29,23.03</b>	<b>(251,24.62)</b>
<b>NOTES:</b>		
Cash and cash equivalents include:		
Balances with banks		
Current accounts	64,17.12	34,90.09
Term deposits with original maturity period of less than three months	-	4.00
<b>Total</b>	<b>64,17.12</b>	<b>34,94.09</b>
The above Consolidated Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 'Statement of Cash Flows'		

In terms of our report attached

For and on behalf of the Board of Directors

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

Partner

Membership No. 046930

**R. S. Karnad**

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CFO &amp; Whole-time Director

DIN: 09530618

**D. Sundaram**

Audit Committee Chairman

DIN: 00016304

**A. Nadkarni**

Company Secretary

FCS 10460

Mumbai, May 17, 2024

Mumbai, May 17, 2024

# Consolidated Statement of Changes in Equity

as at March 31, 2024

## (a) Equity share capital

(₹ in lakhs)

	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the reporting period	169,40.60	169,40.60
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period	<b>169,40.60</b>	<b>169,40.60</b>

## (b) Other equity

(₹ in lakhs)

Particulars	Reserves and Surplus					Items of Other comprehensive income	Total Other Equity
	Capital reserve (i)	General reserve (ii)	Retained earnings (iii)	Capital redemption reserve (iv)	ESOP Reserve (v)	Remeasurements of the net defined benefit plans	
<b>Balance as at April 1, 2023</b>	(19,07.01)	778,50.29	828,57.35	2,62.00	(1,67.72)	(17,08.21)	1571,86.70
<b>Total comprehensive income</b>							
Profit for the year	-	-	589,96.10	-	-	-	589,96.10
Other comprehensive loss for the year	-	-	-	-	-	(4,16.69)	(4,16.69)
Share arrangements with Group for ESOP	-	-	-	-	(7,32.81)	-	(7,32.81)
<b>Transactions with owners of the Group</b>							
Dividend on equity shares (₹ 32 per share)	-	-	(5,42,099.3)	-	-	-	(5,42,099.3)
<b>Balance as at March 31, 2024</b>	<b>(19,07.01)</b>	<b>778,50.29</b>	<b>876,43.52</b>	<b>2,62.00</b>	<b>(9,00.53)</b>	<b>(21,24.90)</b>	<b>1608,23.37</b>

Particulars	Reserves and Surplus					Items of Other comprehensive income	Total Other Equity
	Capital reserve (i)	General reserve (ii)	Retained earnings (iii)	Capital redemption reserve (iv)	ESOP Reserve (v)	Remeasurements of the net defined benefit plans	
<b>Balance as at April 1, 2022</b>	(19,07.01)	778,50.29	1,742,54.25	2,62.00	-	(11,04.55)	2,493,54.98
<b>Total comprehensive income</b>							
Profit for the year	-	-	610,68.68	-	-	-	610,68.68
Other comprehensive loss for the year	-	-	-	-	-	(6,03.66)	(6,03.66)
Share arrangements with Group for ESOP	-	-	-	-	(1,67.72)	-	(1,67.72)
<b>Transactions with owners of the Group</b>							
Dividend on equity shares (₹ 90 per share)	-	-	(1,524,65.58)	-	-	-	(1,524,65.58)
<b>Balance as at March 31, 2023</b>	<b>(19,07.01)</b>	<b>778,50.29</b>	<b>828,57.35</b>	<b>2,62.00</b>	<b>(1,67.72)</b>	<b>(17,08.21)</b>	<b>1,571,86.70</b>

(i) Capital reserve includes Central Government subsidy and capital profit on reissue of shares forfeited of erstwhile Burroughs Wellcome (India) Limited and is not available for distribution as adjusted for the difference between the net consideration paid and net assets acquired from GlaxoSmithKline Asia Private Limited (Refer Note 54).

(ii) General reserve represents the transfer of profits from retained earnings.

(iii) Retained earnings represents the cumulative profits of the Group which can be utilised in accordance with the provisions of the Companies Act, 2013.

(iv) Capital redemption reserve is on account of buy back of equity shares and it is not available for distribution.

(v) ESOP reserve is on account of Ultimate Holding Company's shares allotted to employees as ESOP due for vesting over a 3 year period.

In terms of our report attached

For and on behalf of the Board of Directors

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

Firm's Registration No. 117366W/W-100018

**Rupen K. Bhatt**

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Company Secretary

FCS 10460

**J. Chandy**

CFO & Whole-time Director

DIN: 09530618

Mumbai, May 17, 2024

Mumbai, May 17, 2024

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 1: Material accounting policies

### A. GENERAL INFORMATION

GlaxoSmithKline Pharmaceuticals Limited ('the Group') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on the BSE Ltd. (Bombay Stock Exchange) and the National Stock Exchange of India Ltd. (NSE). The registered office of the company is located at Dr. Annie Besant Road, Worli, Mumbai 400 030.

The Group is engaged inter alia, in the business of manufacturing, distributing and trading in pharmaceuticals.

The subsidiary considered in these Consolidated Financial Statements is:

Name of the Company	Country of Incorporation	% voting power held as at March 31, 2024	% voting power held as at March 31, 2023
Biddle Sawyer Limited (BSL)	India	100.00	100.00

### B. MATERIAL ACCOUNTING POLICIES

#### a) Statement of Compliance

The Consolidated Financial Statements of the Group have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act") (as amended from time to time).

#### b) Basis of preparation

The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that are measured at fair value;
- assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments.

The financial statements are presented in INR and all values are rounded to the nearest lakhs (INR 00,000), except where otherwise indicated.

#### c) Operating Cycle

The operating cycle of the Group is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. When the Group's normal operating cycle is not clearly identifiable, it is assumed to be twelve months.

#### d) Principles of consolidation

The Consolidated Financial Statement have been prepared on the following basis:

- The Group combines the financial statements of the parent and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiary have been changed where necessary to ensure consistency with the policies adopted by the group.
- The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.
- The excess of cost to the Company of its investment in the subsidiary is recognised in the financial statements as goodwill, which has been amortised over a period of ten years.
- If the difference of the aggregate of the consideration transferred, the amount recognised for noncontrolling interests and any previous interest held, over the net identifiable assets acquired and liabilities assumed is a deficit then the said deficit is recognized as a capital reserve.

#### e) Revenue recognition

The Group receives revenue for supply of goods to external customers against orders received. The majority of contracts that the Group enters into relate to sales orders containing single performance obligations for the delivery of pharmaceutical and vaccine products. The average duration of a sales order is less than 12 months. Product revenue is recognised when control of the goods is passed to the customer. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

acceptance terms agreed with the customers. Product revenue represents net invoice value including fixed and variable consideration. Variable consideration arises on the sale of goods as a result of discounts and allowances given and accruals for estimated future returns and rebates. Revenue is not recognised in full until it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in the light of contractual and legal obligations, historical trends, past experience and projected market conditions.

### Rendering of services

Income from clinical research and data management services, common cost allocation to group companies and manufacturing charges recovery is recognised in the accounting period in which the services are rendered based on terms of the agreement.

### Rights of return

Certain contracts provide a customer with a right to return the goods within a specified period. GSK uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Group will be entitled. The requirements in Ind AS 115 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, the Group recognises a sales return liability.

### Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably)

### f) Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items and the cost of bringing the asset to working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as

appropriate, only when it meets the recognition criteria. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

Depreciation is provided on the straight-line method over the estimated useful lives of the assets as per the rates prescribed under Schedule II to the Companies Act, 2013 or re-assessed useful life based on technical evaluation as under:

• Factory Buildings	30 to 50 years
• Other Buildings	60 years
• Plant and Equipment	10 to 15 years
• Personal Computers and Laptops	3 to 5 years
• Other Computer Equipment	4 years
• Furniture and Fixtures	10 years
• Office Equipment	5 years
• Vehicles	5 years

Depreciation is provided pro-rata for the number of months available for use. Depreciation on sale / disposal of assets is provided pro-rata up to the end of the month of sale / disposal.

Leasehold building, leasehold land and leasehold improvements are amortised over the period of the lease.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised as income or expense in the statement of profit and loss.

Cost of items of property, plant and equipment not ready for intended use as on the balance sheet date is disclosed as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as capital advance under other non-current assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss.

The residual values, useful lives and methods of depreciation of property, plant and equipment are

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

reviewed at each financial year end and adjusted prospectively, if appropriate.

## g) Intangible assets

Intangible assets are stated at cost of acquisition less accumulated amortisation / depletion and impairment loss, if any. The cost comprises of purchase price and any cost directly attributable to bringing the asset to its working condition for the intended use. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised as income or expense in the statement of profit and loss.

### Amortisation method and periods

Amortisation is charged on a straight-line basis over the estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period and adjusted prospectively, if appropriate.

Software expenditure have been amortised on a straight line basis over a period from 8 to 10 years.

## h) Impairment of non-financial assets

The carrying values of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. 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 cost of disposal and value in use. Any provision for impairment is charged to the income statement in the year concerned. Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## i) Leases

The Group recognises right of use assets under lease arrangements in which it is the lessee. Rights to use assets owned by third parties under lease agreements are capitalised at the inception of the lease and recognised on the balance sheet. The corresponding liability to the lessor is recognised as a lease obligation. The carrying amount is subsequently increased to reflect interest on the lease liability and reduced by lease payments made. For calculating the discounted lease liability, the lessee's incremental borrowing rate is used. The incremental borrowing rate is calculated at the rate of interest at which the Group would have been able to borrow for a similar term and with a similar security

the funds necessary to obtain a similar asset in a similar market.

Finance costs are charged to the income statement so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

Variable rents are not part of the lease liability and the right of use asset. These payments are charged to the income statement as incurred. If modifications or reassessments occur, the lease liability and right of use asset are re-measured. Right of use assets where title is expected to pass to the Group at a point in the future are depreciated on a basis consistent with similar owned assets. In other cases, right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

## j) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### Financial assets

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Group's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the statement of profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Current Investments

Current investments comprise mutual fund investments (limited life funds) which the Group holds with the intention to sell and which it may sell in the short term. Where acquired with this intention, they are measured at FVTPL. They are initially recorded at fair value and then remeasured at subsequent reporting dates to fair value. Unrealised gains and losses are recognised in the income statement.

## Financial liabilities

All financial liabilities (other than derivative instruments) are subsequently measured at amortized cost using the effective interest method. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalised as a part of cost of an asset is included in the "Finance Costs".

## Trade Receivables

Trade receivables are measured in accordance with the business model under which each portfolio of trade receivables is held. Trade receivables measured at amortised cost are carried at the original invoice amount less allowances for expected credit losses.

Expected credit losses are calculated in accordance with the simplified approach permitted by IND AS 109, using a provision matrix applying lifetime historical credit loss experience to the trade receivables. The expected credit loss rate varies depending on whether, and the extent to which, settlement of the trade receivables is overdue and it is also adjusted as appropriate to reflect current economic conditions and estimates of future conditions. For the purpose of determining credit loss rates, customers are classified into groupings that have similar loss patterns. The key drivers of the loss rate are the nature of the business unit and the location and type of customer.

When a trade receivable is determined to have no reasonable expectation of recovery it is written off, firstly against any expected credit loss allowance available and then to the income statement. Subsequent recoveries of amounts previously provided for or written off are credited to the income statement.

## k) Inventories

Inventories are valued at lower of cost and net realisable value. Cost is determined on weighted average cost basis. The cost of work-in-progress (other than those

lying at third party manufacturing sites which is valued at material cost) and finished goods comprises of raw materials, direct labour, other direct costs and related production overheads, but excludes interest expense. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses.

The Group regularly assesses whether there is any indication of a diminution in the value of inventories. Such indications may include, but are not limited to, evidence of obsolescence, damage, changes in market conditions, or significant declines in selling prices. If there is objective evidence of a diminution in the value of inventories, the carrying amount of the inventories is reduced to their net realizable value.

## l) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, short-term balances (with an original maturity of three months or less from date of acquisition).

## m) Foreign currency transactions

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupee (INR), which is Group's functional and presentation currency.

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the statement of profit and loss.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other expenses/ income.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## n) Taxes

Income tax expense represents the sum of the current tax and deferred tax.

Current tax charge is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit and loss because some items of income or expense are taxable or deductible in different years or may never be taxable or deductible. The Group's liability for current tax is calculated using Indian tax rates and laws that have been enacted by the reporting date.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority.

The Group periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is the tax expected to be payable or recoverable in the future arising from temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. It is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when the Group currently has a legally enforceable right to set-off the current income tax assets and liabilities.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Current and deferred tax is recognised in the statement of profit and 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.

## o) Employee benefits

### (a) Short Term Employee Benefits

A liability is recognised for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

### (b) Post-Employment Benefits

#### (i) Defined Contribution Plans

The Group's defined contribution plans are superannuation and employees' pension scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952) since the Group has no further obligation beyond making the contributions. The Group's contributions to these plans are charged to the statement of profit and loss as incurred.

#### (ii) Defined Benefits Plans

Liability for defined benefit plans is provided on the basis of valuations, as at the balance sheet date, carried out by an independent actuary.

### Gratuity and Post-Retirement Medical

The actuarial valuation method used for measuring the liability for gratuity and post-retirement medical is projected unit credit method. Actuarial gains and losses are recognised in the statement of other comprehensive income in the period of occurrence of such gains and losses. The obligations for gratuity and post-retirement medical are measured as the present value of estimated future cashflows discounted at rates reflecting the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations. The estimate of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors. The expected rate of return of plan assets is the Group's expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations. Plan assets are measured at fair value as at the balance sheet date.

### Provident Fund

Provident fund contributions are made to a Trust administered by the Group. The Group has an

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate. The actuarial valuation method, carried out by an independent actuary, used for measuring the liability for provident fund is projected accrued benefit method. This approach determines the present value of the interest rate guarantee under three interest rate scenarios: base case scenario, rising interest rate scenario and falling interest rate scenario. The defined benefit obligation of the interest rate guarantee is set equal to the average of the present values determined under these scenarios in respect of accumulated provident fund contributions as at the valuation date.

**(c) Other Long Term Benefit Plans**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

**(d)** The expenditure on voluntary retirement schemes is charged to the statement of profit and loss in the year in which it is incurred.

**(e) Share Based Payment Arrangements**

In terms of a long-term incentive plan, the eligible members of the senior management are entitled to receive cash settled awards at the end of a three year 'restricted period', provided they remain in continuous employment with the Group for the aforesaid period. The value of such incentive is based on the price of shares of GlaxoSmithKline Plc, U.K. The above scheme is applicable for all grants to employees till 2022. Starting 2023, Incentives in the form of shares are provided to employees under share award schemes.

The fair values of these awards are calculated at their grant dates using a Black-Scholes option pricing model and charged to the income statement with a corresponding credit to ESOP Reserve over the relevant vesting periods. Recharge by the Group

Company is accounted with a corresponding debit to ESOP Reserve.

**p) Investment property**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. All other repairs and maintenance costs are expensed when incurred.

Based on technical evaluation the following is the best estimate of period over which investment property is depreciated on a straight-line basis.

Asset	Management estimate of useful life
Factory Building	30 Years
Freehold Land	-

Any gain or loss on disposal of an investment property is recognised in statement of profit and loss.

**q) Earnings per share**

Basic earnings per share is calculated by dividing the profit for the period attributable to the owners of Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares.

**r) Exceptional items**

When items of income or expense are of such nature, size or incidence that their disclosure is necessary to explain the performance of the Group for the year, the group makes a disclosure of the nature and amount of such items separately under the head "Exceptional items".

**s) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Managing Director of the Group has been identified as CODM and he is responsible for allocating the resources, assess the financial performance and position of the Group and makes strategic decisions.

The Group has identified one reportable segment "Pharmaceuticals" based on the information reviewed by the CODM. Refer note 50 for segment information presented.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## t) Provision and contingent liabilities

A provision is recognised if as a result of a past event, the Group has a present obligation (legal or constructive) that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote.

## u) Discontinued operations and non-current assets held for sale

Discontinued operation is a component of the Group that has been disposed of or classified as held for sale and represents a major line of business.

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

## Note 2 : Critical estimates and judgements

The preparation of Consolidated Financial Statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

### a Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial

assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

### b Estimation of useful life

Useful lives of tangible assets and intangible assets are based on the estimate by the management. The useful lives as estimated are same as prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on management estimate, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Group assesses, whether an asset may be capitalized and which components of the cost of the asset may be capitalised.

The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed annually for appropriateness. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life such as changes in technology.

### c Provisions and contingent liabilities

The Group exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provision.

### d Impairment of assets

The Group reviews the carrying amounts of its property, plant and equipment, Capital work in progress and intangible assets, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Further details on the Group's accounting policies on this are set out in the accounting policy above. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires group to estimate the Fair value less cost of disposal.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 3 : Property, Plant and Equipment

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value
	As at April 1, 2023	Additions	Disposals	As at March 31, 2024	As at April 1, 2023	Charge for the Year	On Disposals	As at March 31, 2024	As at March 31, 2024
Freehold land	2.00	-	-	2.00	-	-	-	-	2.00
Leasehold land	3,68.03	-	-	3,68.03	50.04	-	-	50.04	3,179.9
Freehold buildings	28,55.77	-	3.10	28,52.67	4,26.32	54.73	0.80	4,80.25	23,72.42
Leasehold buildings	79,85.59	1,54.72	-	81,40.31	21,09.43	2,25.71	-	23,35.14	58,05.17
Plant and equipment (Refer Note 3(a) below)	349,61.69	31,44.26	10,68.24	370,37.71	191,01.30	29,28.88	10,48.50	209,81.68	160,56.03
Furniture and fixtures	45,50.72	1,31.04	68.80	46,12.96	20,26.65	4,26.74	8.51	24,44.88	21,68.08
Vehicles	12,42.90	3,10.91	4,20.82	11,32.99	5,98.38	2,22.58	3,15.19	5,05.77	6,27.22
Office equipment	16,88.48	4,21.33	7.65	21,02.16	12,42.31	2,80.55	7.65	15,15.21	5,86.95
<b>Total</b>	<b>536,55.18</b>	<b>41,62.26</b>	<b>15,68.61</b>	<b>562,48.83</b>	<b>255,54.43</b>	<b>41,39.19</b>	<b>13,80.65</b>	<b>283,12.97</b>	<b>279,35.86</b>

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value
	As at April 1, 2022	Additions	Disposals	As at March 31, 2023	As at April 1, 2022	Charge for the Year	On Disposals	As at March 31, 2023	As at March 31, 2023
Freehold land	2.00	-	-	2.00	-	-	-	-	2.00
Leasehold land	2,22.88	1,45.15	-	3,68.03	50.04	-	-	50.04	3,179.9
Freehold buildings	26,34.51	2,33.72	12.46	28,55.77	3,74.01	54.75	2.44	4,26.32	24,29.45
Leasehold buildings	77,73.58	2,12.02	0.01	79,85.59	18,44.17	2,65.27	0.01	21,09.43	58,76.16
Plant and equipment (Refer Note 3(a) below)	320,15.52	33,39.51	3,93.34	349,61.69	167,46.08	27,48.56	3,93.34	191,01.30	158,60.39
Furniture and fixtures	43,63.98	2,12.64	25.90	45,50.72	16,35.59	4,09.61	18.55	20,26.65	25,24.07
Vehicles	13,18.39	3,16.68	3,92.17	12,42.90	6,25.43	2,30.51	2,57.56	5,98.38	6,44.52
Office equipment	16,71.67	39.23	22.42	16,88.48	9,90.18	2,73.64	21.51	12,42.31	4,46.17
<b>Total</b>	<b>500,02.53</b>	<b>44,98.95</b>	<b>8,46.30</b>	<b>536,55.18</b>	<b>222,65.50</b>	<b>39,82.34</b>	<b>6,93.41</b>	<b>255,54.43</b>	<b>281,00.75</b>

### Notes:

#### Note 3 (a):

Plant and equipment includes computers.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Capital work-in-progress:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Balance	20,311.8	30,50.21
Additions	35,24.04	45,71.56
<b>Less:</b>		
Capitalisation	(41,62.26)	(55,90.59)
<b>Closing Balance</b>	<b>13,92.96</b>	<b>20,31.18</b>

(₹ in lakhs)

Particulars	As at March 31, 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	12,80.06	1,12.90	-	-	<b>13,92.96</b>

(₹ in lakhs)

Particulars	As at March 31, 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	17,34.44	2,56.65	29.08	11.01	<b>20,31.18</b>

## Project is overdue or has exceeded its cost compared to its original plan

(₹ in lakhs)

Particulars	As at March 31, 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	5,24.19	1.80	-	-	<b>5,25.99</b>

(₹ in lakhs)

Particulars	As at March 31, 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	7,10.18	-	-	11.01	<b>7,21.19</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 4 : Investment Property

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Gross carrying amount</b>		
Opening gross carrying amount	2,26.41	2,26.41
Additions	-	-
Closing gross carrying amount	2,26.41	2,26.41
<b>Accumulated Depreciation</b>		
Opening Accumulated Depreciation	1,20.22	1,05.84
Depreciation	14.38	14.38
Closing Accumulated Depreciation	1,34.60	1,20.22
<b>Net carrying amount</b>	<b>91.81</b>	<b>1,06.19</b>

### (i) Amounts recognised in the Statement of Profit and Loss for investment property

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation	(14.38)	(14.38)

### (ii) Estimation of fair value

The Group has three properties (March 31, 2023: three properties) that have been considered as Investment Properties. These comprise of three vacant land sites (March 31, 2023: three vacant land sites) that are not in operational use at present.

In the view of the management, the fair market value of the land sites is not reliably measurable as there are very few recent transactions of comparable composition of these properties in the market. Further, the fair market value will be subject to numerous municipal deductions dependent upon the current use and intended use of the property. Based on the above, it is not possible to ascertain and disclose the range of fair market value. The estimated Ready Reckoner value at year end, based on latest published data and on current stated use, totals ₹ 310,38.01 lakhs (March 31, 2023: ₹ 239,39.48 lakhs). Ready Reckoner rates are the prices of residential property, land or commercial property for a given area that is published and regulated by the respective State Governments as a guide towards payment of stamp duty at the time of transaction. The Ready Reckoner Value is regarded as a gross value and does not represent the underlying fair market value of the properties. The Group will further detail the fair value of its investment properties upon entering a committed agreement with a third party, unless an alternative reliable estimate of the fair value is attainable.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 5 : Intangible assets

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Amortisation			Net Carrying Value
	As at April 1, 2023	Additions	Disposals	As at March 31, 2024	As at April 1, 2023	Charge for the Period	As at March 31, 2024	As at March 31, 2024
<b>Intangible Assets</b>								
Computer Software	74,33.53	-	-	74,33.53	49,09.27	9,63.72	58,72.99	15,60.54
Technical knowhow	8,99.82	-	-	8,99.82	15.00	8,998	1,04.98	7,94.84
<b>Total</b>	<b>83,33.35</b>	<b>-</b>	<b>-</b>	<b>83,33.35</b>	<b>49,24.27</b>	<b>10,53.70</b>	<b>59,77.97</b>	<b>23,55.38</b>

(₹ in lakhs)

Particulars	Gross Carrying Value				Accumulated Amortisation			Net Carrying Value
	As at April 1, 2022	Additions	Disposals	As at March 31, 2023	As at April 1, 2022	Charge for the Period	As at March 31, 2023	As at March 31, 2023
<b>Intangible Assets</b>								
Computer Software	74,04.59	28.94	-	74,33.53	39,54.85	9,54.42	49,09.27	25,24.26
Technical knowhow	-	8,99.82	-	8,99.82	-	15.00	15.00	8,84.82
<b>Total</b>	<b>74,04.59</b>	<b>9,28.76</b>	<b>-</b>	<b>83,33.35</b>	<b>39,54.85</b>	<b>9,69.42</b>	<b>49,24.27</b>	<b>34,09.08</b>

## Note 6 : Non-current financial assets - Loans

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Advances recoverable	26.55	26.55
Less: Provision for bad and doubtful loans and advances	(26.55)	(26.55)
Loans to related parties - Unsecured considered good	-	70,00.00
	<b>-</b>	<b>70,00.00</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 7 : Non-current financial assets - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Margin money / Deposit against bank guarantee	2,47.43	4,75.99
Security Deposits - Unsecured considered good	7,71.67	7,32.36
Security Deposits - Unsecured considered doubtful	2,57.06	2,57.06
Less: Allowance for doubtful deposits	(2,57.06)	(2,57.06)
Term deposit with maturity period of more than twelve months	2.65	2.65
	<b>10,21.75</b>	<b>12,11.00</b>

## Note 8 : Other non-current assets

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital advances	4,35.63	3,13.23
Less : Allowance for doubtful advances	(2,83.17)	(2,83.17)
	<b>1,52.46</b>	<b>30.06</b>
Balances with Government Authorities	18,67.78	20,48.82
Gratuity Asset	61.05	-
Sundry Deposits	31,40.83	30,56.61
Others	60.60	1,07.74
	<b>52,82.72</b>	<b>52,43.23</b>

## Note 9 : Inventories (at lower of cost or net realisable value)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw materials and Packing materials (includes in-transit as on March 31, 2024: NIL; March 31, 2023 ₹ 1,59.75 lakhs)	107,28.27	106,07.79
Work-in-progress	80.67	95.19
Finished goods	99,11.51	100,83.02
Stock-in-trade (includes in-transit as on March 31, 2024: ₹ 14,01.10 lakhs; March 31, 2023 ₹ 3,61.86 lakhs)	313,84.30	248,26.09
Stores and spares	4,00.07	3,84.95
	<b>525,04.82</b>	<b>459,97.04</b>



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 10 : Current Investments

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Quoted		
Investments measured at Fair value through profit and loss		
Investment in Mutual Funds	813,22.33	518,28.88
	<b>813,22.33</b>	<b>518,28.88</b>

## Note 11 : Trade receivables

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, Considered good	222,05.71	192,37.50
Receivables which have significant increase in Credit Risk (Refer Note 48 C)	13,45.48	12,86.80
Less : Allowance for doubtful receivables	(13,45.48)	(12,86.80)
	<b>222,05.71</b>	<b>192,37.50</b>

During the year ended March 31, 2024 the Group has created a provision for doubtful debts of ₹ 58.68 lakhs (net) (Previous Year utilised allowance of ₹ 7,36.44 lakhs (net))

## Trade Receivables Ageing :-

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2024						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	175,60.33	43,39.94	1,11.59	46.57	22.23	1,25.05	222,05.71
(ii) Undisputed trade receivables - which have significant increase in credit risk	6.42	73.84	7.43	41.38	15.17	8,01.82	9,46.06
(iii) Disputed trade receivables - which have significant increase in credit risk	-	18.91	-	2.38	33.96	3,44.17	3,99.42
Less : Allowance for doubtful receivables							(13,45.48)
<b>Total</b>							<b>222,05.71</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2023						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	178,06.79	9,65.73	49.86	17.35	23.81	3,73.96	192,37.50
(ii) Undisputed trade receivables - which have significant increase in credit risk	3.91	73.29	22.52	18.63	9.94	8,15.93	9,44.22
(iii) Disputed trade receivables - which have significant increase in credit risk	-	-	6.40	40.05	6.74	2,89.39	3,42.58
Less : Allowance for doubtful receivables							(12,86.80)
<b>Total</b>							<b>192,37.50</b>

## Note 12 : Cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with Banks:		
Current account	64,17.12	34,90.09
Term deposits with original maturity period of less than three months	-	4.00
	<b>64,17.12</b>	<b>34,94.09</b>

## Note 13 : Bank balances other than cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Earmarked Balances:		
Unclaimed dividend accounts	18,59.82	19,12.46
Term deposits with original maturity period of more than three months but less than twelve months	979,42.87	1100,89.00
Margin money	1,01.99	97.29
	<b>999,04.68</b>	<b>1120,98.75</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 14 : Current financial assets - Others

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Receivable from group companies (Unsecured considered good)	118,52.96	123,25.97
Interest accrued on deposits with banks (Unsecured considered good)	9,01.00	14,07.64
Margin money/ Deposit against bank guarantee	2,28.67	-
Advances recoverable (Unsecured considered good)	31.65	31.65
	<b>130,14.28</b>	<b>137,65.26</b>

## Note 15 : Other current assets

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Balances with Government Authorities	13,21.79	4,37.53
Advance to Creditors	8,86.38	7,52.62
Prepayments and Prepaid Expenses	20,61.77	14,95.98
Others	2,02.98	3,18.80
	<b>44,72.92</b>	<b>30,04.93</b>

## Note 16 : Equity Share Capital

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Authorised		
18,00,00,000 (March 31, 2023: 18,00,00,000) equity shares of ₹10 each	180,00.00	180,00.00
Issued		
16,94,15,420 (March 31, 2023: 16,94,15,420) equity shares of ₹10 each	169,41.54	169,41.54
Subscribed and Paid-Up		
16,94,06,034* (March 31, 2023: 16,94,06,034) equity shares of ₹10 each, fully paid up	169,40.60	169,40.60
	<b>169,40.60</b>	<b>169,40.60</b>

\* excludes 9,386 (March 31, 2023: 9,386) equity shares of ₹10 each of the Group (3,352 equity shares of ₹10 each of erstwhile Burroughs Wellcome (India) Limited) held in abeyance.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	₹ in lakhs	Number of Shares	₹ in lakhs
<b>a) Reconciliation of the number of shares</b>				
Balance at the beginning of the year	16,94,06,034	169,40.60	16,94,06,034	169,40.60
Balance at the end of the year	<b>16,94,06,034</b>	<b>169,40.60</b>	<b>16,94,06,034</b>	<b>169,40.60</b>

**b) Rights, preferences and restrictions attached to equity shares:**

The Group has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Group after distribution of all preferential amounts, in proportion to their shareholding.

**c) Shares held by promoters of Group**

S. No.	Promoter's Name	As at March 31, 2024		As at March 31, 2023	
		No. of Shares	% of total shares	No. of Shares	% of total shares
(i)	Glaxo Group Limited, U.K.	6,09,70,500	35.99%	6,09,70,500	35.99%
(ii)	Eskaylab Limited, U.K.	1,17,60,000	6.94%	1,17,60,000	6.94%
(iii)	Burroughs Wellcome International Limited	67,20,000	3.97%	67,20,000	3.97%
(iv)	GlaxoSmithKline Pte Limited, Singapore	4,76,04,024	28.10%	4,76,04,024	28.10%

**d) Shares held by Holding company, ultimate holding company and subsidiaries of holding and ultimate holding company**

S. No.	Promoter's Name	As at March 31, 2024		As at March 31, 2023	
		No. of Shares	% Shareholding	No. of Shares	% Shareholding
(i)	Glaxo Group Limited, U.K. (subsidiary of ultimate holding company)	6,09,70,500	35.99%	6,09,70,500	35.99%
(ii)	Eskaylab Limited, U.K. (subsidiary of ultimate holding company)	1,17,60,000	6.94%	1,17,60,000	6.94%
(iii)	Burroughs Wellcome International Limited (subsidiary of ultimate holding company)	67,20,000	3.97%	67,20,000	3.97%
(iv)	GlaxoSmithKline Pte Limited, Singapore (subsidiary of ultimate holding company)	4,76,04,024	28.10%	4,76,04,024	28.10%

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## e) Details of equity shares held by shareholders holding more than 5% shares of the aggregate shares in the Group:

Promoter's Name	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% Shareholding	No. of Shares	% Shareholding
Glaxo Group Limited, U.K.	6,09,70,500	35.99%	6,09,70,500	35.99%
GlaxoSmithKline Pte Limited, Singapore	4,76,04,024	28.10%	4,76,04,024	28.10%
Eskaylab Limited, U.K.	1,17,60,000	6.94%	1,17,60,000	6.94%

## Note 17 : Other equity

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Capital redemption reserve	2,62.00	2,62.00
General reserve	778,50.29	778,50.29
Capital reserve (Refer Note 54)	(19,07.01)	(19,07.01)
ESOP Reserve	(9,00.53)	(1,67.72)
Retained earnings (Including Other Comprehensive Income)	855,18.62	811,49.14
	<b>1608,23.37</b>	<b>1571,86.70</b>

## Note 18 : Non-current financial liabilities

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Lease liabilities (Refer Note 46)	6,46.91	3,45.54
	<b>6,46.91</b>	<b>3,45.54</b>

## Note 19 : Non-current financial liabilities - Others

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Security deposits received (Unsecured)	9.09	67.59
Other non-current financial liabilities	0.72	0.72
	<b>9.81</b>	<b>68.31</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 20 : Non-current provisions

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
For Pricing matters (Refer Note 26, 40 and 42)	123,96.15	123,96.15
For employee benefits (Refer Note 38)		
Gratuity	-	4,56.32
Leave encashment and compensated absences	25,30.98	31,59.67
Post retirement medical and other benefits	80,29.86	74,80.78
For long term incentive plan (Refer Note 26 and 52)	-	1,97.94
For divestment / restructuring (Refer Note 26)	1,92.96	1,92.96
For others (Refer Note 26)	15,96.50	15,96.50
	<b>247,46.45</b>	<b>254,80.32</b>

## Note 21 : Current financial liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Lease liabilities (Refer Note 46)	12,19.59	12,08.38
	<b>12,19.59</b>	<b>12,08.38</b>

## Note 22 : Trade payables

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises (Refer Note 44)	1,97.86	4,95.44
Total outstanding dues of creditors other than micro enterprises and small enterprises	623,43.11	422,83.43
	<b>625,40.97</b>	<b>427,78.87</b>

## Trade Payables Ageing :-

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2024						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	1,03.35	66.43	6.95	0.24	20.89	<b>1,97.86</b>
(ii) Others	249,68.35	202,70.55	157,85.00	7,95.43	57.45	4,66.33	<b>623,43.12</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Outstanding as at March 31, 2023						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	4,77.21	11.85	0.57	0.02	5.79	<b>4,95.44</b>
(ii) Others	187,19.48	142,83.60	82,11.03	715.64	2,67.81	85.87	<b>422,83.43</b>

## Note 23 : Current financial liabilities - Others

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Unclaimed dividends *	18,59.82	19,12.46
Salaries, wages, bonus and employee benefits payable	105,45.17	85,87.60
Creditors for capital goods	6,95.59	1,71.30
Rationalisation relating to a manufacturing site	1,30.28	1,30.28
Other Payables	9,80.23	8,28.54
	<b>142,11.09</b>	<b>116,30.18</b>

\* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund

## Note 24 : Other current liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues including provident fund and tax deducted at source	43,80.77	49,06.36
Advance from Customers	7,55.05	7,07.83
Advance received towards sale of Property	1,70.00	-
Other liabilities	7.27	5.94
	<b>53,13.09</b>	<b>56,20.13</b>

## Note 25 : Current provisions

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
For employee benefits (Refer Note 38)		
Leave encashment and compensated absences	3,98.13	4,34.88
Post retirement medical and other benefits	4,77.72	4,48.39
For long term incentive plan (Refer Note 26 and 52)	7,45.80	4,38.14
For expected sales returns (Refer Note 26)	82,94.00	130,76.79
For others (Refer Note 26)	294,36.33	273,80.90
	<b>393,51.98</b>	<b>417,79.10</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 26 : Movement in provisions

(₹ in lakhs)

Particulars	Pricing matters Refer note (i)	Long term Incentive Plan Refer note 52	Divestment / Restructuring Refer note (i)	Expected Sales Returns Refer note (ii)	Associated cost to impairment and cost to sell	Severance pay	Provision for Zinetac (Other costs) Refer note (iii)	Others Refer note (iv)
<b>Balance as at April 1, 2023</b>	123,96.15	6,36.08	1,92.96	130,76.79	5,00.00	2,90.57	6,58.53	275,28.30
Add: Provision during the year	-	8,49.86	-	26,89.18	-	-	-	51,83.03
Less: Amounts utilised/ reversed during the year	-	7,40.14	-	74,71.97	5,00.00	-	-	26,27.60
<b>Balance as at March 31, 2024</b>	<b>123,96.15</b>	<b>7,45.80</b>	<b>1,92.96</b>	<b>82,94.00</b>	<b>-</b>	<b>2,90.57</b>	<b>6,58.53</b>	<b>300,83.73</b>
<b>Balance as at April 1, 2022</b>	123,96.15	9,95.72	1,92.96	91,83.75	5,00.00	3,66.34	6,58.53	214,63.70
Add: Provision during the year	-	5,94.07	-	95,49.96	-	-	-	77,07.57
Less: Amounts utilised/ reversed during the year	-	9,53.71	-	56,56.92	-	75.77	-	16,42.97
<b>Balance as at March 31, 2023</b>	<b>123,96.15</b>	<b>6,36.08</b>	<b>1,92.96</b>	<b>130,76.79</b>	<b>5,00.00</b>	<b>2,90.57</b>	<b>6,58.53</b>	<b>275,28.30</b>

### Notes:

- (i) Pricing matters and Divestment/ Restructuring : Provision for pricing matters and Divestment/ Restructuring made for probable liabilities/ claims arising out of pending dispute, litigations/ commercial transactions with statutory authorities/ third parties. The outflow with regard to the said matters depends on the exhaustion of remedies available to the Group under the law and hence the Group is not able to reasonably ascertain the timing of the outflow. Also refer notes 40 and 42.
- (ii) Expected sales returns: This represents provision made for expected sales returns. Revenue is adjusted for the expected value of returns.
- (iii) Provision for Zinetac (Other costs) : This represents provision for incidental costs and other related costs for the Zinetac inventory pending to be destroyed.
- (iv) Consists mainly of provisions in respect of indirect tax matters..

## Note 27 : Revenue from operations

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>A. Sale of products</b>		
Sale of products	3441,77.08	3226,37.87
	<b>3441,77.08</b>	<b>3226,37.87</b>
<b>B. Other operating revenue</b>		
Service income	10,49.42	24,23.60
Exchange gain (net)	52.27	-
Others	91.85	1,10.83
	<b>11,93.54</b>	<b>25,34.43</b>
<b>Total Revenue from operations (A + B)</b>	<b>3453,70.62</b>	<b>3251,72.30</b>



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>C. Revenue from contracts with customers disaggregated based on geography (Refer Note 50)</b>		
Revenue from the Country of Domicile- India	3392,30.12	3187,71.80
Revenue from foreign countries	61,40.50	64,00.50
	<b>3453,70.62</b>	<b>3251,72.30</b>
<b>D. Reconciliation of gross revenue with revenue from contracts with customers</b>		
Gross revenue	3772,68.04	3542,77.73
Less:		
Trade discounts, volume rebates, etc.	330,90.96	316,39.86
<b>Net revenue recognised from contracts with customers</b>	<b>3441,77.08</b>	<b>3226,37.87</b>

## Note 28 : Other income

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Interest income on:		
Deposits with banks	66,04.19	63,18.34
Loans	1,48.71	6,22.78
Others	32.13	40.07
Gain on liquid investments	48,77.62	30,77.85
Gain on disposal of Property, Plant and Equipment (net)	88.94	2.78
Others	5,07.78	4.28
	<b>122,59.37</b>	<b>100,66.10</b>

## Note 29 : Cost of materials consumed

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Cost of materials consumed	545,16.76	427,48.55
	<b>545,16.76</b>	<b>427,48.55</b>
Purchases of stock-in-trade	853,08.08	788,43.09
	<b>853,08.08</b>	<b>788,43.09</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 30 : Changes in inventories of Finished Goods, Stock-in-Trade and Work-In-Progress

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Opening stock</b>		
Finished goods	100,83.02	145,85.33
Stock-in-trade	248,26.09	272,27.35
Work-in-progress	95.19	87.62
	<b>350,04.30</b>	<b>419,00.30</b>
<b>Less: Closing stock</b>		
Finished goods	99,11.51	100,83.02
Stock-in-trade	313,84.30	248,26.09
Work-in-progress	80.67	95.19
	<b>413,76.48</b>	<b>350,04.30</b>
	<b>(63,72.18)</b>	<b>68,96.00</b>

## Note 31 : Employee benefits expense

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, wages and bonus	568,55.91	541,72.49
Contributions to : Provident and pension funds (Refer Note 38)	21,40.94	21,58.89
Gratuity funds (Refer Note 38)	7,35.82	8,63.75
Share based payments to employees	11,39.70	2,53.34
Staff welfare expense	15,66.66	20,50.10
	<b>624,39.03</b>	<b>594,98.57</b>

\* Net off recharges

## Note 32 : Finance Costs

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On Security deposits	22.40	41.44
Interest in respect of financial lease liability	1,57.47	1,39.78
	<b>1,79.87</b>	<b>1,81.22</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 33 : Depreciation and amortization expense

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
On Property, Plant and Equipment (Refer Note 3)	41,39.19	39,82.34
On Investment Properties (Refer Note 4)	14.38	14.38
On Other Intangible assets (Refer Note 5)	10,53.70	9,69.42
On Right to use Assets (Building) (Refer Note 4b)	17,60.69	16,10.58
	<b>69,67.96</b>	<b>65,76.72</b>

## Note 34 : Other expenses

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Sales promotion	109,36.32	109,12.34
Stock point commission	21,00.82	19,47.44
Freight	53,85.36	52,37.04
Travelling	73,28.08	75,93.12
Exchange loss (net)	-	9,90.73
Manufacturing charges	85,32.19	73,84.66
Repairs:		
Buildings	8,85.03	9,56.87
Plant and Machinery	11,82.44	9,67.32
	<b>20,67.47</b>	<b>19,24.19</b>
Consumption of stores and spares	7,61.19	5,96.44
Power, fuel and water	29,63.67	29,59.67
Rent	2,00.52	2,09.79
Rates and taxes	48,38.43	63,97.15
Printing, postage and telephones	16,47.13	11,63.26
Sales training, briefing and conference	16,55.71	4,76.41
Insurance	7,93.33	5,10.38
Remuneration to auditors :		
Statutory audit fees	1,22.31	1,10.62
In other capacity in respect of :		
Tax audit fees	10.00	7.42
Reimbursement of expenses	-	1.38
	<b>1,32.31</b>	<b>1,19.42</b>
Cost audit fees	8.01	5.70
Corporate social responsibility (Refer Note 36)	7,12.06	6,47.36
Commission to non whole-time Directors	1,25.00	1,28.92
Directors' sitting fees	39.50	46.00
Legal and professional fees	22,82.16	22,83.18
Miscellaneous	61,00.88	52,24.26
	<b>586,10.14</b>	<b>567,57.46</b>

\* Net off recharges

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 35 :

The recurring expenditure on research and development charged off to statement of profit and loss amounts to ₹ 2,54.37 lakhs (Previous Year: ₹ 1,90.99 lakhs)

## Note 36 : Expenses towards CSR

Expense towards activities relating to Corporate Social Responsibility in compliance with section 135 of the Companies Act, 2013 is as under:

(₹ in lakhs)		
Particulars	Year ended March 31, 2024	Year ended March 31, 2023
a) Amount required to be spent by the Parent company during the year*	16,26.62	13,46.34
b) Amount of expenditure incurred (net of intercompany elimination)	7,86.92	7,14.68
c) Nature of CSR activities	Partnering India to eliminate lymphatic filariasis (LF); GSK Scholars – Enabling future healthcare professionals; Healthy School Environment - The right of every child.	Partnering India to eliminate lymphatic filariasis (LF); GSK Scholars – Enabling future healthcare professionals; Healthy School Environment - The right of every child.
d) Details of related party transactions	8,42.10	6,33.29
e) Where the provision is made with respect to a liability incurred by entering into a contractual obligation, the movement in provision	NA	NA

\*The above includes allocation of ₹ 74.86 lakhs (Previous Year ₹ 67.32 lakhs) towards Corporate Social Responsibility which are shown under Employee Benefits Expenses in note 31.

## Note 37 : Exceptional Items

(₹ in lakhs)		
Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Profit on sale of property	19,68.73	9,64.39
Redundancy Costs (Refer Note (a) below)	(163,30.27)	(11,36.95)
Others	-	75.77
	<b>(143,61.54)</b>	<b>(96.79)</b>

### Notes:

- a) On account of one off VRS (Voluntary Retirement Scheme) cost of ₹ 107,94.48 lakhs and other employee dues of ₹ 55,35.79 lakhs (Previous year due to restructuring cost of manufacturing and commercial organisation).

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 38 : Employee benefit obligations

The Group obtained actuarial reports as required by IND AS 19 (Employee Benefits) based on which disclosures have been made in the financial statement for the year ended March 31, 2024. The disclosures as required by the IND AS 19 are as below.

### (i) Defined Contribution Plan

The Group's defined contribution plans are superannuation and employees' pension scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952). The obligation of the Group is limited to the amount contributed and it has no further contractual or constructive obligation.

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Charge to the Statement of Profit and Loss based on contributions:</b>		
Superannuation	1,78.89	1,99.45
National Pension Scheme	2,08.83	2,21.61
Employees' pension scheme	4,43.31	4,92.60

### (ii) Defined Benefit Plan

#### Gratuity

The Group makes annual contributions to an income tax approved irrevocable trust gratuity fund to finance the plan liability, a funded defined benefit plan for qualifying employees. The scheme provides for payment as under:

- i) On normal retirement / early retirement / withdrawal / resignation: As per the provisions of the Payment of Gratuity Act, 1972 with vesting period of 5 years of service.
- ii) On death in service: As per the provisions of the Payment of Gratuity Act, 1972 without any vesting period.

#### Post - Retirement medical benefit

The Group earmarks liability towards unfunded Post - Retirement medical benefit and provides for payment to vested employees. The benefits under the plan are in form of a medical benefit paid to employees post their employment with the Group.

#### Provident Fund

The liability of the Group on the exempt Provident Fund managed by the trustees is restricted to the interest shortfall if any.

#### Leave Encashment and compensated absences

The scheme is a non-contributory defined benefit arrangement providing benefits expressed in terms of a multiple of final monthly salary. The liability for leave encashment and compensated absences as at year end is ₹ 29,29.11 lakhs. (March 31, 2023: ₹ 35,94.55 lakhs).

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Based on the actuarial valuations obtained, the following table sets out the status of the gratuity plan, post retirement medical benefits and provident fund and the amounts recognised in the Group's Consolidated Financial Statements as at balance sheet date:

(₹ in lakhs)

Particulars	Year ended March 31, 2024			Year ended March 31, 2023		
	Gratuity	Post retirement medical and other benefits	Provident Fund	Gratuity	Post retirement medical and other benefits	Provident Fund
	(Funded plan)	(Non-funded plan)	(Funded plans)	(Funded plan)	(Non-funded plan)	(Funded plans)
<b>(i) Change in Defined Benefit Obligation</b>						
Opening defined benefit obligation	102,43.53	79,29.17	669,63.14	104,31.86	65,20.91	645,89.15
Amount recognised in Statement of profit and loss/ Capitalised						
Current service cost	7,46.60	63.67	13,09.53	7,81.40	55.40	12,81.32
Past service cost	-	-	-	-	-	-
Interest cost	7,30.38	5,72.88	48,68.65	7,05.21	4,42.86	44,57.78
	<b>14,76.98</b>	<b>6,36.55</b>	<b>61,78.18</b>	<b>14,86.61</b>	<b>4,98.26</b>	<b>57,39.10</b>
Amount recognised in other comprehensive income						
Actuarial loss / (gain) arising from:						
Financial assumptions	2,89.28	2,69.96	17,07.74	(3,34.05)	(4,06.56)	10,24.15
Demographic assumptions	-	-	-	-	-	-
Experience adjustment	2,91.50	1,40.06	4,77.19	(3,89.64)	16,88.80	(9,25.11)
	<b>5,80.78</b>	<b>4,10.02</b>	<b>21,84.93</b>	<b>(7,23.69)</b>	<b>12,82.24</b>	<b>99.04</b>
Contributions by employee	-	-	36,02.83	-	-	36,96.37
Liabilities assumed on acquisition/(settled on divestiture)	-	-	(6,12.09)	-	-	(3,42.95)
Benefits paid	(39,83.92)	(4,68.16)	(83,95.81)	(9,51.25)	(3,72.24)	(62,84.10)
Less : In process of transfer to EPFO	-	-	-	-	-	(5,33.47)
<b>Closing defined benefit obligation</b>	<b>83,17.37</b>	<b>85,07.58</b>	<b>699,21.18</b>	<b>102,43.53</b>	<b>79,29.17</b>	<b>669,63.14</b>
<b>(ii) Change in Fair Value of Assets</b>						
Opening fair value of plan assets	97,87.21	-	654,34.06	86,63.75	-	640,84.22
Amount recognised in the Statement of Profit and Loss/Capitalised						
Expected return on plan assets	7,41.16	-	48,68.65	6,22.86	-	44,57.78
Amount recognised in other comprehensive income						
Actuarial gain / (loss)	4,33.97	-	4,77.19	(2,48.15)	-	(9,25.11)
Contributions by employer	14,00.00	-	13,09.53	17,00.00	-	12,81.32
Contributions by employee	-	-	36,02.83	-	-	36,96.37
Assets Acquired on acquisition/(settled on divestiture)	-	-	(6,12.09)	-	-	(3,42.95)
Benefits paid	(39,83.92)	-	(83,95.81)	(9,51.25)	-	(62,84.10)
Less : In process of transfer to EPFO	-	-	-	-	-	(5,33.47)
<b>Closing fair value of plan assets</b>	<b>83,78.42</b>	<b>-</b>	<b>666,84.36</b>	<b>97,87.21</b>	<b>-</b>	<b>654,34.06</b>
Actual return on Plan Assets	11,75.13	-	53,45.84	3,74.71	-	35,32.67
<b>(iii) Amount recognised in the Statement of Profit and Loss</b>						
Service Cost:						
Current service cost	7,46.60	63.67	13,09.53	7,81.40	55.40	12,81.32

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024			Year ended March 31, 2023		
	Gratuity	Post retirement medical and other benefits	Provident Fund	Gratuity	Post retirement medical and other benefits	Provident Fund
	(Funded plan)	(Non-funded plan)	(Funded plans)	(Funded plan)	(Non-funded plan)	(Funded plans)
Past service cost	-	-	-	-	-	-
Net interest expense	(10.78)	5,72.88	-	82.35	4,42.86	-
Less : Capitalised	-	-	0.38	-	-	-
Less : Employee Cost cross charged to group company	-	-	-	-	-	(36.09)
<b>Components of defined benefit costs recognised in the Statement of Profit and Loss</b>	<b>7,35.82</b>	<b>6,36.55</b>	<b>13,09.91</b>	<b>8,63.75</b>	<b>4,98.26</b>	<b>12,45.23</b>
<b>(iv) Amount recognised in Other Comprehensive Income</b>						
Remeasurement on the net defined benefit liability:						
Return on plan assets (excluding amounts included in net interest expense)	4,33.97	-	4,77.19	(2,48.15)	-	(9,25.11)
Actuarial gain / (loss) arising from changes in demographic assumptions	-	-	-	-	-	-
Actuarial gain / (loss) arising from changes in financial assumptions	(2,89.28)	(2,69.96)	-	3,34.05	4,06.56	-
Actuarial gain / (loss) arising from changes in experience adjustments	(2,91.50)	(1,40.06)	(4,77.19)	3,89.65	(16,88.80)	9,25.11
<b>Components of defined benefit costs recognised in Other Comprehensive Income</b>	<b>(1,46.81)</b>	<b>(4,10.02)</b>	<b>-</b>	<b>4,75.55</b>	<b>(12,82.24)</b>	<b>-</b>
<b>(v) Amount recognised in the Balance Sheet</b>						
Present value of obligations as at year end	83,17.37	85,07.58	6,99,21.18	102,43.53	79,29.17	6,69,63.14
Fair value of plan assets as at year end	83,78.42	-	6,99,21.18	97,87.21	-	6,69,63.14
<b>Net (asset) / liability recognised as at year end</b>	<b>(61.05)</b>	<b>85,07.58</b>	<b>-</b>	<b>4,56.32</b>	<b>79,29.17</b>	<b>-</b>
<b>(vi) The major categories of plan assets are as follows:</b>						
Government of India Securities	2%		49%	3%		51%
Other debt instruments	9%		39%	8%		39%
Special Deposit Scheme	0%		0%	0%		0%
Insurer managed funds	89%		0%	89%		0%
Equity instruments	0%		9%	0%		6%
Others	0%		3%	0%		4%
<b>(vii) Principal actuarial assumptions used</b>						
Discount rate (p.a.)	7.20%	7.20%	7.20%	7.50%	7.50%	7.50%
Expected rate of return on plan assets (p.a.)	7.20%		7.75%	7.50%		8.18%
Salary escalation rate	5.00% - 7.00%			5.00% - 7.00%		
Mortality rate	Indian Assured Lives Mortality (2012-14) Ult table.	Indian Assured Lives Mortality (2012-14) Ult table.		Indian Assured Lives Mortality (2012-14) Ult table.	Indian Assured Lives Mortality (2012-14) Ult table.	
Expected retirement age of employees (years)	60	60		60	60	
Annual increase in health care premiums (p.a.)		5.00%			5.00%	

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (viii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	Year ended March 31, 2024		Year ended March 31, 2023	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement) - Gratuity	-4.32%	4.66%	-4.34%	4.69%
Future salary growth (0.5% movement) - Gratuity	4.12%	-3.92%	4.17%	-3.96%
Discount rate (0.5% movement) - Post retirement medical benefit	-5.23%	5.76%	-5.24%	5.77%
Medical inflation rate (1% movement)	11.50%	-9.60%	11.51%	-9.58%
Life expectancy +/- 1 year	2.90%	-2.99%	2.81%	-2.90%

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When one variable is changed, it affects others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

Expected contribution to post employment benefit plans for the year ended March 31, 2025 is ₹ 8,00.00 lakhs (March 31, 2024: ₹ 12,00.00 lakhs)

The weighted average duration of defined benefit obligation is 8.96 years (March 31, 2023: 9.02 years)

The expected maturity analysis of un-discounted Gratuity and Post employment medical benefits is as below:

March 31, 2024	(₹ in lakhs)				
	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligations (Gratuity)	8,98.33	6,57.80	22,47.66	150,11.66	188,15.45
Post employment medical benefits	4,77.72	5,09.46	16,72.78	225,42.84	252,02.80
<b>Total</b>	<b>13,76.05</b>	<b>11,67.26</b>	<b>39,20.44</b>	<b>375,54.50</b>	<b>440,18.25</b>

March 31, 2023	(₹ in lakhs)				
	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligations (Gratuity)	10,10.24	8,76.44	28,59.30	195,42.30	242,88.28
Post employment medical benefits	4,48.39	4,75.94	15,77.26	227,76.97	252,78.56
<b>Total</b>	<b>14,58.63</b>	<b>13,52.38</b>	<b>44,36.56</b>	<b>423,19.27</b>	<b>495,66.84</b>



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 39 : Contingent liabilities

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>A. Contingent Liabilities not provided for:</b>		
(i) Cheques discounted with banks	-	1,88.48
(ii) In respect of claims made against the Group not acknowledged as debts by the Group		
(a) Sales tax matters	33,72.10	2,796.54
(b) Excise and custom matters	7,82.38	7,82.38
(c) Service tax matters	1,55.47	1,55.47
(d) Goods and Service tax matters	9,80.71	-
(e) Labour matters	65,94.77	63,42.77
(f) Other legal matters (Refer Note 41)	19,52.29	26,81.29
	<b>138,37.72</b>	<b>127,58.45</b>
(iii) Income-tax matters in respect of which appeals are pending		
Tax on matters in dispute	238,20.36	222,40.00
(iv) Gurantee given to the Custom Authorities	2,00.00	2,00.00
<b>Notes:</b>		
Future cash outflows in respect of (i) above are dependant on the return of cheques by banks.		
Future cash outflows in respect of (ii) above are determinable on receipt of decisions / judgements pending with various forums / authorities, hence it is not practicable for the Group to estimate the timing of cash outflow, if any.		
The Group does not expect any reimbursement in respect of above contingent liabilities.		
<b>B. Commitments</b>		
(i) Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided for (Refer Note (a) below)	8,55.93	7,92.58
(ii) Uncalled liability on partly paid shares:		
- in Hill Properties Limited (Refer Note (b) below)	0.04	0.04

### Notes:

- (a) Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided mainly comprises the miscellaneous capitalisations at site.
- (b) Future cash outflow is dependent on the call to be made by Hill Properties Limited.

## Note 40 : Pricing Matters

The demand of ₹71,79.00 lakhs made by the Central Government on the Parent Company in respect of Betamethasone bulk drugs and formulations made therefrom during the period May 1981 to August 1987 has been under litigation for a period spanning over 30 years. Pursuant to the special leave petition of the Central Government in the Supreme Court of India against the Delhi High Court's Judgment and Order dated October 19, 2001 which was held in favour of the Parent Company, the Supreme Court has, vide its Judgment and Order dated March 31, 2011, upheld the demand. The Parent Company had accrued a liability of ₹18,68.00 lakhs in earlier years and a further provision of ₹53,11.00 lakhs was accrued in 2011.

Based on legal advice, the Parent Company has filed an application in the Supreme Court seeking, *inter alia*, clarifications on some aspects of the Judgment and directions for recomputation of the demand. Simultaneously, the Parent Company without prejudice to

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

and subject to the outcome of the application filed in the Supreme Court, has tendered as a further deposit, an amount of ₹ 63,60.00 lakhs, which together with the amount of ₹ 8,19.00 lakhs previously deposited with the Government, aggregates the demand of ₹ 71,79.00 lakhs made by the Government in November 1990. The Parent Company filed a review petition in the Supreme Court which was rejected in March 2012.

In October 1996, the Government had claimed interest of ₹ 117,66.00 lakhs for the period May 12, 1981 to October 17, 1996, for which no provision was made in earlier years. The Government had vide letter dated May 4, 2011 called upon the Parent Company to discharge the entire liability, including upto date interest calculated at 15% p.a., and had vide letter dated October 10, 2011, raised a demand on the Parent Company for the interest amount amounting to ₹ 247,44.00 lakhs. Without prejudice to the position that interest is not payable, the Parent Company had recognized a provision of ₹ 247,44.00 lakhs in respect of the Government's claim for interest in 2011. The Parent Company had filed a writ petition at Delhi High Court against the above demand which had been admitted. The Parent Company also filed stay applications which were dismissed and the Parent Company had filed a Special Leave Petition (SLP) before the Supreme Court for stay of the interest demand until final determination of the writ petition filed in the Delhi High Court. The Supreme Court on hearing the above SLP, passed an order on April 3, 2012. The said order stayed the Demand Notice dated October 10, 2011 during the pendency of the writ petition at the Delhi High Court subject to the Parent Company depositing ₹ 136,82.00 lakhs in three equal installments within six month's time from the date of order. All three instalments have been deposited with the Government. The Supreme Court, vide its order dated October 5, 2012, directed the Delhi High Court to dispose of the writ petition as expeditiously as possible. The Parent Company's counsel has been routinely appearing in the matter. Next date of the matter is July 03, 2024.

## Note 41 : Matters in respect of erstwhile Burroughs Wellcome (India) Limited (BWIL):

- (i) The Government of India, Ministry of Chemicals and Fertilisers, New Delhi, passed a final order on July 21, 1993, directing erstwhile BWIL to pay an amount of ₹ 1,91.15 lakhs along with interest due thereon from the date of default into the Drugs Prices Equalisation Account (DPEA) in respect of a bulk drug procured by erstwhile BWIL during the period April 1981 to April 1983.

Erstwhile BWIL filed a writ petition in August 1993 which was admitted by the Bombay High Court. After hearing both the parties, the High Court granted an interim injunction restraining the Government of India from taking any action in furtherance of and/or implementation of the order dated July 21, 1993 or from in any manner seeking to compel erstwhile BWIL to deposit any amount into the DPEA, pending the hearing and final disposal of the petition on the condition that erstwhile BWIL furnishes a bank guarantee for ₹ 2,00.00 lakhs from a nationalised bank and undertakes to pay the amount demanded with interest at the rate of 20% per annum in case the petition fails.

Erstwhile BWIL had accordingly furnished the required bank guarantee. If calculated on the basis of correct data, taking into account set offs claimable for earlier years for which data has been provided by erstwhile BWIL, no amount will be payable by the Company and accordingly no provision in that respect is considered necessary. The Company's stand that the demand is not sustainable has been confirmed by an eminent counsel. The Government of India's application in the Supreme Court praying that the writ petition be transferred to the the Supreme Court from the Bombay High Court was not allowed and the Company's writ petition is pending hearing by the Bombay High Court.

- (ii) Erstwhile BWIL had made an application to the Government of India for approval under Section 198(4) of the Companies Act, 1956, in respect of payment to the Managing Director and three whole time Directors amounting to ₹ 10.93 lakhs for the year ended August 31, 1986, which was in accordance with the minimum remuneration provided in the agreements entered into with them prior to erstwhile BWIL becoming public, which required such Government of India's sanction. The approval is still awaited.

## Note 42: Drugs Price Equalization-Biddle Sawyer

Biddle Sawyer Limited (BSL) received a letter dated 20th/24th August, 1998 from the Central Government demanding an amount of ₹ 4,40.80 lakhs comprising ₹ 1,42.74 lakhs in respect of prices relating to Salbutamol formulations during the period April, 1979 to December, 1983 with interest thereon amounting to ₹ 2,98.06 lakhs upto 31st July, 1998. BSL had been legally advised that the demand of ₹ 1,42.74 lakhs is not sustainable and it, therefore follows that the interest demand also cannot be sustained. The total demand has been challenged by BSL in a Writ Petition filed in the Bombay High Court. The Bombay High Court has granted an interim stay of the demand, subject to BSL depositing 50% of the principal amount. Accordingly, BSL has deposited an amount of ₹ 71.50 lakhs with the Government on 3rd May, 1999. This is a normal interim order passed by the High court in such matters and does not in any way reflect upon the merits or otherwise of the case. The amount will be refunded if BSL succeeds at the final hearing of the matter. The Government's application in the Supreme Court praying that this writ petition be transferred to the Supreme Court from the Bombay High Court was not allowed and BSL's writ petition will now be heard by the Bombay High Court.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 43 : Matters in respect of erstwhile SmithKline Beecham (India) Limited:

- (i) ₹ 1,44.44 lakhs received from Beckman Instruments International S.A. on account of disputed alleged additional commission has been included under non-current provisions and Income tax paid thereon aggregating ₹ 64.77 lakhs has been included under other non-current assets. The Parent Company is contesting the matter with the concerned authorities.
- (ii) Refund of surtax ₹ 96.81 lakhs, and interest thereon amounting to ₹ 48.52 lakhs, received during 1994, have not been adjusted against the provision for tax in the books of accounts and recognised as income respectively, since the Income tax department had filed a reference application against the income tax tribunal's order which was pending before the High Court of Karnataka. The Parent Company has received an order dated April 18, 2007 from the High Court of Karnataka which is partially in the Parent Company's favour. On the basis of the aforesaid order, Income Tax Appellate Tribunal (ITAT), Bangalore will pass an order giving directions. On receipt of the ITAT order, the Parent Company will take appropriate steps in the matter.

## Note 44 : Disclosures as required by Micro, Small and Medium Enterprises Development Act, 2006 are as under:

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
(a) The principal amount and the interest due thereon remaining unpaid to suppliers		
(i) Principal	1,43.32	4,43.69
(ii) Interest due thereon	54.54	51.85
	<b>1,97.86</b>	<b>4,95.54</b>
(b) (i) The delayed payments of principal amount paid beyond the appointed date during the entire accounting year	1750.36	18,18.04
(ii) Interest actually paid under Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(c) (i) Normal Interest accrued during the year, for all the delayed payments, as per the agreed terms	-	-
(ii) Normal Interest payable for the period of delay in making payment, as per the agreed terms	-	-
(d) (i) Total Interest accrued during the year	2.79	0.10
(ii) Total Interest accrued during the year and remaining unpaid	2.79	0.10
The above information regarding Micro, Small and Medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Group.		

# Notes to the Consolidated Financial Statements

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## Note 45 : Tax expense

### (a) Amounts recognised in the Statement of Profit and Loss

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Current tax (for continuing and discontinued operations)		
Current tax on profits for the year	237,59.17	248,20.71
<b>Total current tax expense</b>	<b>237,59.17</b>	<b>248,20.71</b>
Deferred tax (for continuing and discontinued operations)		
In respect of current year	(11,36.48)	(18,36.76)
Total Deferred tax (benefit) / expense	<b>(11,36.48)</b>	<b>(18,36.76)</b>
<b>Total tax expense</b>	<b>226,22.69</b>	<b>229,83.95</b>
<b>Total tax expense attributable to :-</b>		
from continuing operations	226,22.69	228,75.78
from discontinued operations	-	1,08.17
<b>Total tax expense</b>	<b>226,22.69</b>	<b>229,83.95</b>

### (b) Amounts recognised in Other Comprehensive Income (OCI)

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Items that will not be reclassified to the Statement of Profit and Loss</b>		
Current tax (income):		
Remeasurements of the defined benefit plans	(1,40.14)	(2,03.03)

### (c) Reconciliation of effective tax rate

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Profit before tax from continuing and discontinued operations	816,18.79	840,52.63
Tax using the Group's domestic tax rate at 25.168% on Normal Profit	205,56.31	214,11.61
Tax using the Group's domestic tax rate in terms of Long Term Capital Gain at 22.88%	4,51.76	2,14.84
<b>Total Tax</b>	<b>210,08.07</b>	<b>216,26.45</b>
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	4,11.13	3,38.85
Unrealised Profit on Mutual Funds	(7,07.14)	-
Physician Samples disallowed and added back in the computation	6,07.87	5,04.40
Payment to Doctors (HCP Payment estimated Basis)	12,78.61	4,84.75
Other items	24.15	29.50
<b>Total tax Expense</b>	<b>226,22.69</b>	<b>229,83.95</b>

Consequent to the reconciliation items shown above, the effective tax rate is 27.72% (Financial Year 2022-23: 27.34%)

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (d) Movement in deferred tax balances

(₹ in lakhs)

Particulars	Balance as at April 1, 2023	Recognised in the Statement of Profit and Loss	Recognised in OCI	Balance as at March 31, 2024
<b>Deferred tax asset</b>				
Provision for Employee Benefits	29,34.33	(2,55.30)	1,40.14	28,19.17
Voluntary retirement schemes	6,57.87	19,17.68	-	25,75.55
Allowance for doubtful debts	3,93.26	14.77	-	4,08.03
Interest on income tax refund not accounted but considered as taxable under the Income Tax Act, 1961	16,30.54	-	-	16,30.54
Expenses allowable for tax purpose when paid	95,58.21	(6,46.71)	-	89,11.50
<b>Total Deferred tax asset</b>	<b>151,74.21</b>	<b>10,30.44</b>	<b>1,40.14</b>	<b>163,44.79</b>
<b>Deferred tax liabilities</b>				
Fiscal allowance on Property, Plant and Equipment and Other Intangible assets	(18,19.61)	1,06.04	-	(17,13.57)
<b>Deferred tax asset (net)</b>	<b>133,54.60</b>	<b>11,36.48</b>	<b>1,40.14</b>	<b>146,31.22</b>

(₹ in lakhs)

Particulars	Balance as at April 1, 2022	Recognised in the Statement of Profit and Loss	Recognised in OCI	Balance as at March 31, 2023
<b>Deferred tax asset</b>				
Provision for Employee Benefits	29,44.99	(2,13.69)	2,03.03	29,34.33
Voluntary retirement schemes	9,05.46	(2,47.59)	-	6,57.87
Allowance for doubtful debts	5,78.37	(1,85.11)	-	3,93.26
Interest on income tax refund not accounted but considered as taxable under the Income Tax Act, 1961	16,30.54	-	-	16,30.54
Expenses allowable for tax purpose when paid	71,44.02	24,14.19	-	95,58.21
<b>Total Deferred tax asset</b>	<b>132,03.38</b>	<b>17,67.80</b>	<b>2,03.03</b>	<b>151,74.21</b>
<b>Deferred tax liabilities</b>				
Fiscal allowance on Property, Plant and Equipment and Other Intangible assets	(18,88.57)	68.96	-	(18,19.61)
<b>Deferred tax asset (net)</b>	<b>113,14.81</b>	<b>18,36.76</b>	<b>2,03.03</b>	<b>133,54.60</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (e) The details of income tax assets and income tax liabilities as at March 31, 2024 and March 31, 2023

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Current Tax Assets (Net)	213,63.83	213,96.06
Current Tax Liabilities (Net)	298,57.89	296,20.35
<b>Net current income tax (liability)/asset at the end</b>	<b>(84,94.06)</b>	<b>(82,24.29)</b>

The gross movement in the current tax (liability)/asset for the year ended March 31, 2024 and March 31, 2023 is as follows:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Net current income tax (liability)/asset at the beginning	(82,24.29)	(98,59.95)
Income tax Paid	234,89.40	264,56.37
Current Income Tax Expense	(237,59.17)	(248,20.71)
<b>Net current income tax (liability)/asset at the end</b>	<b>(84,94.06)</b>	<b>(82,24.29)</b>

### Note 46 : Leases

#### Future contractual charges on leases:

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis:

(₹ in lakhs)

0-1 years	1-2 years	2-3 years	3-4 years	4-5 years	Above 5 years
12,99.37	5,92.13	78.24	-	-	-

#### Right of use asset

(₹ in lakhs)

Particulars	Buildings
Balance as on April 1, 2023	13,79.94
Additions	21,25.11
Less: Depreciation	(17,60.69)
<b>Balance as on March 31, 2024</b>	<b>17,44.36</b>

#### Other financial lease liabilities

(₹ in lakhs)

Particulars	Buildings
Lease liabilities recognised as at April 1, 2023	15,53.92
Additions	21,25.11
Add: Interest accrued during the period	1,57.47
Less: Payments	(19,70.00)
<b>Lease liabilities recognised as at March 31, 2024</b>	<b>18,66.50</b>
Current lease liabilities	12,19.59
Non current lease liabilities	6,46.91

#### Borrowing rate - discounting rate used by the Group

The lessee's weighted average incremental borrowing rate applied to the lease liabilities was 4.84% to 7.59%.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 47 : Earnings per share

Particulars		Year ended March 31, 2024	Year ended March 31, 2023
Profit after tax from continuing operations	₹ in lakhs	589,96.10	607,64.22
Profit after tax from discontinued operations	₹ in lakhs	-	3,04.46
Profit after tax from continuing and discontinued operations	₹ in lakhs	<b>589,96.10</b>	<b>610,68.68</b>
Weighted average number of shares	Nos.	169,406,034	169,406,034
Earnings per share before Exceptional items from continuing operations (Basic and Diluted)	₹	41.14	35.90
Earnings per share after Exceptional items from continuing operations (Basic and Diluted)	₹	34.83	35.87
Earnings per share from discontinued operations (Basic and Diluted)	₹	-	0.18
Earnings per share before Exceptional items from continuing and discontinued operations (Basic and Diluted)	₹	41.14	36.08
Earnings per share after Exceptional items from continuing and discontinued operations (Basic and Diluted)	₹	34.83	36.05
Face value per share	₹	10	10

## Note 48 : Financial instruments - Fair value and Risk Management

### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities including their levels presented below.

Particulars	As at March 31, 2024	As at March 31, 2023
(₹ in lakhs)		
Financial assets at amortised cost		
Security Deposits	7,71.67	7,32.36
Margin money/ Deposit against bank guarantee	4,76.10	4,75.99
Term deposit with maturity period of more than twelve months	2.65	2.65
Loans to related parties	-	70,00.00
Trade receivables	222,05.71	192,37.50
Cash and cash equivalents	64,17.12	34,94.09
Bank balances other than Cash and cash equivalents	999,04.68	1120,98.75
Interest accrued on deposits with bank	9,01.00	14,07.64
Receivable from group companies	118,52.96	123,25.97
Advances recoverable	31.65	31.65
<b>Total financial assets</b>	<b>1425,63.54</b>	<b>1568,06.60</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Financial assets at Fair value through profit and loss</b>		
Current Investments	813,22.33	518,28.88
	<b>813,22.33</b>	<b>518,28.88</b>

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Financial liabilities at amortised cost</b>		
Lease liabilities	18,66.50	15,53.92
Security deposits received	9.81	68.31
Payable to employees	105,45.17	85,87.60
Unclaimed dividends	18,59.82	19,12.46
Trade payables	625,40.97	427,78.87
Creditors for capital goods	6,95.59	1,71.30
Rationalisation relating to a manufacturing site	1,30.28	1,30.28
Other Payables	9,80.23	8,28.54
<b>Total financial liabilities</b>	<b>786,28.37</b>	<b>560,31.28</b>

Particulars	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>Items of income, expenses, gains or losses related to financial instruments:</b>		
<b>Net Gain/(losses) on financial assets and financial liabilities measured at fair value through profit and loss (FVTPL)</b>		
Gain/(losses) on fair valuation or sale of investments	48,77.62	30,77.85

## B. 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 Consolidated Financial Statements.

### (a) Financial instruments that are recognised and measured at fair value

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.

**Level 1** : It includes financial instruments measured using quoted prices

**Level 2** : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable



# Notes to the Consolidated Financial Statements

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## (a) Fair value of financial assets measured at Fair value through Profit and loss

(₹ in lakhs)

Financial assets measured at Fair value	Fair value hierarchy	Fair value as at		Valuation technique(s) and key input(s)
		As at March 31, 2024	As at March 31, 2023	
<b>Financial assets</b>				
Investments				
Mutual fund investments	Level -1	813,22.33	518,28.88	Net asset value published by Mutual Fund
<b>Total financial assets</b>		<b>813,22.33</b>	<b>518,28.88</b>	

## (b) Fair value of financial assets and liabilities measured at amortised cost

(₹ in lakhs)

	As at March 31, 2024	As at March 31, 2023
<b>Financial assets</b>		
Security Deposits		
Carrying value	7,71.67	7,32.36
Fair value	7,71.67	7,32.36
Margin money/ Deposit against bank guarantee		
Carrying value	4,76.10	4,75.99
Fair value	4,76.10	4,75.99
Term Deposits more than twelve months		
Carrying value	2.65	2.65
Fair value	2.65	2.65
Loan to Related Parties		
Carrying value	-	70,00.00
Fair value	-	70,00.00
<b>Financial liabilities</b>		
Lease liabilities		
Carrying value	18,66.50	15,53.92
Fair value	18,66.50	15,53.92
Security deposits received		
Carrying value	9.81	68.31
Fair value	9.81	68.31

The impact of fair valuation of the above Financial assets and liabilities is considered to be insignificant and hence carrying value and the fair value is considered to be same.

The carrying amounts of Trade receivables, Cash and cash equivalents, Bank balances other than Cash and cash equivalents, Interest accrued on deposits with bank, Receivable from group companies, Advances recoverable, Payable to employees, Unclaimed Dividends, Trade payables, Creditors for capital goods, Rationalisation relating to a manufacturing site and Other Payables are considered to be the same as their fair values due to their short term nature.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## C. Financial risk management

The Group has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk; and
- Market risk

### Risk management framework

GlaxoSmithKline's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the Risk Management Committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers.

### Trade and other receivables

The Group's trade receivables are largely from sales made to wholesale customers and direct sales to hospitals with a smaller proportion of sales to Indian Government Institutions. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer, demographics of the customer and the default risk of the industry.

The Group manages credit risk through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Group establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators have undergone change, it has not affected the customers of the Group substantially, hence the Group expects the historical trend of minimal credit losses to continue. The impairment loss as at March 31, 2024 relates to customers that have defaulted on their payments to the Group and are not expected to be able to pay their outstanding balances, mainly due to economic circumstances.

In case of receivables from wholesale customers and hospitals, the Group has followed a provision approach consistent with expected credit loss approach as per Ind AS 109.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Summary of the Group's ageing of outstanding from various customers and impairment for expected Credit Loss is as follows:

(₹ in lakhs)

As at March 31, 2024	Gross Carrying amount	Expected Credit Losses	Carrying amount of trade receivables (net of Expected Credit loss)
Not due	175,66.75	6.42	175,60.33
Past due 0-180 days	44,32.69	92.75	43,39.94
Past due 181-365 days	1,19.02	7.43	1,11.59
Past due 366-730 days	90.32	43.76	46.56
Past due 731-1095 days	71.36	49.13	22.23
Past due more than 3 years	12,71.05	11,45.99	1,25.06
<b>Total</b>	<b>235,51.19</b>	<b>13,45.48</b>	<b>222,05.71</b>

(₹ in lakhs)

As at March 31, 2023	Gross Carrying amount	Expected Credit Losses	Carrying amount of trade receivables (net of Expected Credit loss)
Not due	178,10.70	3.91	178,06.79
Past due 0-180 days	10,39.02	73.29	9,65.73
Past due 181-365 days	78.78	28.92	49.86
Past due 366-730 days	76.03	58.68	17.35
Past due 731-1095 days	40.49	16.68	23.81
Past due more than 3 years	14,79.28	11,05.32	3,73.96
<b>Total</b>	<b>205,24.30</b>	<b>12,86.80</b>	<b>192,37.50</b>

## Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Group has no outstanding bank borrowings. The Group believes that the working capital is sufficient to meet its current requirements. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks and mutual funds. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

As of March 31, 2024, the Group had working capital of ₹ 1273,47.25 lakhs, including cash and cash equivalents of ₹ 64,17.12 lakhs, investments in term deposits (i.e., bank certificates of deposit having original maturities of more than 3 months but less than 12 months) of ₹ 979,42.87 lakhs and Current investments of ₹ 813,22.33 lakhs.

As of March 31, 2023, the Group had working capital of ₹ 1167,89.44 lakhs, including cash and cash equivalents of ₹ 34,94.09 lakhs, investments in term deposits (i.e., bank certificates of deposit having original maturities of more than 3 months but less than 12 months) of ₹ 1100,89.00 lakhs and Current investments of ₹ 518,28.88 lakhs.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

As at March 31, 2024	Carrying amount	Contractual cash flows				
		Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	748,92.24	748,92.24	748,92.24	-	-	-
Unclaimed dividends	18,59.82	18,59.82	18,59.82	-	-	-
Lease liabilities	18,66.50	19,69.74	12,99.37	5,92.13	78.24	-
Security deposits received	9.81	9.81	-	8.46	1.35	-

(₹ in lakhs)

As at March 31, 2023	Carrying amount	Contractual cash flows				
		Total	1 year or less	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Trade Payables and other payables	524,96.59	524,96.59	524,96.59	-	-	-
Unclaimed dividends	19,12.46	19,12.46	19,12.46	-	-	-
Lease liabilities	15,53.92	16,15.02	12,63.09	3,44.40	7.53	-
Security deposits received	68.31	68.31	-	-	68.31	-

## Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables. The Group is exposed to market risk primarily related to foreign exchange rate risk and risk on its investments. However since the investments are in overnight and liquid funds the risk is negligible.

## Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

The Group is exposed to currency risk on account of its receivables and payables in foreign currency. The functional currency of the Group is Indian Rupee. The Group has exposure to GBP, USD, EUR and other currencies. The Group has not hedged this foreign currency exposure and strives to achieve asset liability offset of foreign currency exposure.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Exposure to currency risk

The Group's exposure to foreign currency risk at the end of the reporting period is as follows:

(₹ in lakhs)

	As at March 31, 2024				As at March 31, 2023			
	GBP	USD	EUR	Others	GBP	USD	EUR	Others
Current Financial assets	116,65.78	-	-	-	122,51.66	-	-	-
Trade payables	(28,92.01)	(126,45.99)	(2,44.84)	(14.76)	(16,86.70)	(35,99.27)	(1,62.50)	(3,37.43)
Capital Creditors	(6.00)	(6.03)	-	-	-	(6.03)	-	-
<b>Net statement of financial position exposure</b>	<b>87,67.77</b>	<b>(126,52.02)</b>	<b>(2,44.84)</b>	<b>(14.76)</b>	<b>105,64.96</b>	<b>(36,05.30)</b>	<b>(1,62.50)</b>	<b>(3,37.43)</b>

## Sensitivity analysis

A reasonably possible strengthening / weakening of the respective foreign currencies with respect to functional currency of Group would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

Effect in ₹ Lakhs	Strengthening / Weakening %	(Profit) or loss		Equity	
		Strengthening	Weakening	Strengthening	Weakening
<b>As at March 31, 2024</b>					
GBP	5%	4,38.39	(4,38.39)	-	-
USD	5%	(6,32.60)	6,32.60	-	-
EUR	5%	(12.24)	12.24	-	-
Other currencies	5%	(0.74)	0.74	-	-

Effect in ₹ Lakhs	Strengthening / Weakening %	(Profit) or loss		Equity	
		Strengthening	Weakening	Strengthening	Weakening
<b>As at March 31, 2023</b>					
GBP	5%	5,28.25	(5,28.25)	-	-
USD	5%	(1,80.27)	1,80.27	-	-
EUR	5%	(8.12)	8.12	-	-
Other currencies	5%	(16.87)	16.87	-	-

(Note: The impact is indicated on the profit/loss before tax basis)

## Note 49 : Capital Management

### (a) Risk Management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Group has adequate cash and bank balances and no interest bearing liabilities. The Group monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any interest bearing debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Group.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (b) Dividend distribution and proposed dividend

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>(i) Equity shares</b>		
Final dividend for the year ended March 31, 2023 of ₹ 32 (March 31, 2022: ₹ 90(including special dividend of ₹ 60 per equity share)) per fully paid share	(542,0993)	(1524,65.58)
<b>(ii) Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of ₹ 32 per fully paid equity share (March 31, 2023: ₹ 32 per fully paid equity share)	542,12.93	542,12.93
The proposed dividend for the year ended March 31, 2024 is subject to the approval of shareholders in the ensuing annual general meeting.		

## Note 50 : Segment Reporting

An operating segment is one whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. The Group has identified the Chief Operating Decision Maker as its Managing Director. The Chief Operating Decision Maker reviews performance of pharmaceutical business on an overall basis. As the Group has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on Operating Segment is not applicable. In compliance to the said standard, Entity-Wide disclosures are as under :

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Revenues from external customers attributed to the country of domicile and attributed to all foreign countries from which the Group derives revenues</b>		
Revenue from the Country of Domicile-India	3392,30.12	3187,71.80
Revenue from foreign countries	61,40.50	64,00.50
<b>Total</b>	<b>3453,70.62</b>	<b>3251,72.30</b>

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>Details of non current asset</b>		
Non Current asset from the Country of Domicile- India	601,05.87	616,66.43
Non Current asset from foreign countries	-	-
<b>Total</b>	<b>601,05.87</b>	<b>616,66.43</b>

## Information about major customers

The Group did not have any external revenue from a particular customer which exceeded 10% of total revenue.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 51 : Related Party Disclosures

Related party disclosures, as required by IND AS 24, "Related Party Disclosures", notified under Section 133 of the Companies Act, 2013 are given below:

### A) Parties where control exists:

I) **Ultimate Holding Company:** GlaxoSmithKline Plc, U.K.

II) **Entities having significant influence:**

Glaxo Group Limited, U.K.

GlaxoSmithKline Pte Limited, Singapore

Eskaylab Limited, U.K.

Burroughs Wellcome International Limited, U.K.

### B) Other related parties with whom transactions have taken place during the year:

I) **Fellow Subsidiaries**

GlaxoSmithKline Asia Private Limited, India

GlaxoSmithKline Biologicals S.A., Belgium

GlaxoSmithKline Services Unlimited, U.K.

Glaxo Operations UK Limited, U.K.

GlaxoSmithKline Export Limited, U.K.

GlaxoSmithKline Research & Development Ltd, U.K.

GlaxoSmithKline LLC, U.S.A.

GlaxoSmithKline Trading Services Limited, Ireland

GlaxoSmithKline Pharma India Pvt. Ltd.

GSK India Global Services Private Limited

PT Smithkline Beecham Pharmaceuticals Ltd., Indonesia

PT Glaxo Wellcome Indonesia

GlaxoSmithKline Egypt SKE

GlaxoSmithKline Life Sciences FZE, UAE

### C) Key management personnel and Independent director:

#### Directors:

Mr. J. Chandy # (w.e.f. April 1, 2022)

Mr. B. Akshikar # (w.e.f. December 1, 2022)

Mr. S. Venkatesh # (upto November 30, 2022)

Mr. M. Dawson (upto June 30, 2022)

Dr. (Ms.) S. Maheshwari

Mr. N. Kaviratne (upto July 26, 2022)

Mr. P. Bhide

Ms. R. S. Karnad

Mr. A. N. Roy

Mr. D. Sundaram

Mr. S. Williams

#### GSK India Leadership Team:

Mr. A. Nadkarni

Mr. R. D'souza

Mr. S. Dheri (upto November 21, 2022)

Ms. S. Choudhary

Ms. P. Hingorani (upto July 22, 2022)

Dr. (Ms.) R. Hegde\*

Mr. R. Manchanda

Mr. S. Mitra (upto December 31, 2023)

Mr. S. Balasubramanian (upto November 25, 2022)

Mr. A. Kashyap (upto December 31, 2023)

Mr. A. Pandey

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Mr. M. Anand (w.e.f. May 16, 2022)

Mr. C. Sharma

Mr. S. Mukherjee (w.e.f. July 15, 2022)

Ms. S. Sohal (w.e.f. February 23, 2023)

Mr. S. Ramachandran (w.e.f. January 01, 2023) (upto January 12, 2024)

Mr. U. Singh (w.e.f. December 01, 2022)

# Also member of GSK India Leadership Team

Ms. A. Rajput (w.e.f. February 26, 2024)

Mr. O. Parnandiwar (w.e.f. November 01, 2023)

Ms. S. Mitra (w.e.f. June 01, 2023)

\* Retired on February 29, 2024. Currently on fixed term contract w.e.f. March 01, 2024.

The following transactions were carried out with the related parties in the ordinary course of business:

**(i) Dividend paid to parties referred to in item "A" above :**

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
Glaxo Group Limited, U.K.	175,59.50	493,86.11
GlaxoSmithKline Pte Limited, Singapore	137,09.96	385,59.26
Eskaylab Limited, U.K.	33,86.88	95,25.60
Burroughs Wellcome International Limited, U.K.	19,35.36	54,43.20

**(ii) Details relating to parties referred to in items "A" and "B" above :**

(₹ in lakhs)

	Holding company/ultimate holding company A (I)		Other companies in the GSK Group A(II) and B(I)	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
1 Purchase of materials/traded goods	-	-	467,86.67	345,03.83
2 Sale of materials/sale of products	-	-	56,18.28	44,97.80
3 Expenses recharged to other companies	-	-	136,97.93	66,07.83
4 Expenses recharged by other companies	-	-	11,54.22	31,10.91
5 Clinical research and data management recoveries	-	-	3,53.62	22,70.73
6 Interest income on loan given	-	-	1,39.60	6,12.97
7 Loans given	-	-	25,00.00	100,00.00
8 Loans repaid	-	-	95,00.00	220,00.00
9 Loan receivable from related party	-	-	-	70,00.00
10 Outstanding receivables at the period end	-	-	118,50.00	123,22.98
11 Outstanding payables at the period end	-	-	155,49.14	49,36.84



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (iii) Disclosure in respect of material transactions with parties referred to in item A and B above:

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>(a) Purchase of materials/traded goods:</b>		
GlaxoSmithKline Biologicals S.A., Belgium	389,43.23	275,53.30
GlaxoSmithKline Pharma India Pvt. Ltd.	20,51.44	17,10.78
GlaxoSmithKline Export Limited, U.K.	5,792.00	52,39.75
<b>(b) Sale of materials/sale of products:</b>		
PT SmithKline Beecham Pharmaceuticals Ltd., Indonesia	33.97	-
GlaxoSmithKline Export Limited, U.K.	55,84.31	44,97.80
<b>(c) Expenses recharged to other companies:</b>		
GSK India Global Services Private Limited	5,63.44	5,54.47
GlaxoSmithKline Export Limited, U.K.	10.15	85.20
GlaxoSmithKline Biologicals S.A., Belgium	122,91.87	51,90.50
GlaxoSmithKline Services Unlimited, U.K.	5,26.55	4,19.20
Glaxo Operations UK Limited, U.K.	-	1,67.59
GlaxoSmithKline Trading Services Limited, Ireland	-	10.23
<b>(d) Expenses recharged by other companies:</b>		
GlaxoSmithKline Services Unlimited, U.K.	8,39.78	95.90
GlaxoSmithKline LLC U.S.A.	95.42	-
GlaxoSmithKline Pte Limited, Singapore	1,51.80	11.58
GlaxoSmithKline Asia Private Limited, India	-	30,03.43
Glaxo Operations UK Limited, U.K.	52.45	-
<b>(e) Clinical research and data management recoveries:</b>		
GlaxoSmithKline Biologicals S.A., Belgium	75.84	17,71.70
GlaxoSmithKline Research & Development Ltd, U.K.	2,77.77	4,99.03
<b>(f) Interest income on loan given:</b>		
GSK India Global Services Private Limited	1,39.60	6,12.97
<b>(g) Loans given:</b>		
GSK India Global Services Private Limited	25,00.00	100,00.00
<b>(h) Loans repaid:</b>		
GSK India Global Services Private Limited	95,00.00	220,00.00

	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
<b>(i) Loan receivable from related party :</b>		
GSK India Global Services Private Limited	-	70,00.00

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

(₹ in lakhs)

	As at March 31, 2024
<b>(j) Outstanding receivables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	93,56.46
GlaxoSmithKline Export Limited, U.K.	2090.05
GlaxoSmithKline Services Unlimited, U.K.	1,39.58
GSK India Global Services Private Limited	47.31

(₹ in lakhs)

	As at March 31, 2024
<b>(k) Outstanding payables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	120,95.88
GlaxoSmithKline Export Limited, U.K.	16,00.71
GlaxoSmithKline Services Unlimited, U.K.	16,87.39

(₹ in lakhs)

	As at March 31, 2023
<b>(l) Outstanding receivables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	119,77.93
GlaxoSmithKline Export Limited, U.K.	34.68
GlaxoSmithKline Services Unlimited, U.K.	1,21.67
GSK India Global Services Private Limited	71.32

(₹ in lakhs)

	As at March 31, 2023
<b>(m) Outstanding payables at the period end :</b>	
GlaxoSmithKline Biologicals S.A., Belgium	28,40.26
GlaxoSmithKline Export Limited, U.K.	15,43.36
GlaxoSmithKline Services Unlimited, U.K.	2,23.90

**(iv) Details relating to persons referred to in item "C" above :**

(₹ in lakhs)

	Year ended March 31, 2024	Year ended March 31, 2023
1 Remuneration/commission/sitting fees	41,51.64	40,39.29
2 Payments under the long-term incentive plan	2,45.06	87.86
3 Sale of residential flat	-	6,38.00
4 Dividend paid	0.19	0.54

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (v) Disclosure in respect of material transactions with persons referred to in item "C" above:

	Year ended March 31, 2024	Year ended March 31, 2023
	(₹ in lakhs)	
<b>(a) Remuneration/commission/sitting fees (Refer Note below):</b>		
Mr. B. Akshikar	6,36.56	4,09.73
Mr. J. Chandy	6,36.21	5,41.25
Mr. S. Venkatesh	-	4,60.38
Mr. C. Sharma	3,73.95	3,68.35
<b>(b) Payments made during the year under the long-term incentive plan (Refer Note below):</b>		
Mr. B. Akshikar	32.29	15.84
Mr. J. Chandy	52.98	-
Ms. S. Choudhary	32.29	27.67
Mr. A. Nadkarni	15.80	17.66
Mr. R. D'souza	32.29	13.54
Mr. C. Sharma	34.99	-
<b>(c) Sale of residential flat</b>		
Mr. R. D'souza	-	6,38.00
<b>(d) Dividend paid</b>		
Ms. R. S. Karnad	0.19	0.54

Note: Amounts are not comparable as they pertain to part of the year and/ or are recorded on cash payment basis.

## Note 52 : Share-based payment arrangements

### Restricted Share Awards (RSAs)

Certain employees of the Group are entitled to receive cash/equity settled stock based awards ('awards') pursuant to employee share schemes ('scheme') administered by GlaxoSmithKline Plc. ('Plc').

"Under these plans, certain employees are granted cash / equity settled RSAs at no cost, which entitle them to receive cash equivalent to the stock price of the Plc's shares or shares of the Plc's listed at London stock exchange after two and a half to three year vesting period during which the employee has to remain in continuous employment with the Group. These RSAs do not give any voting rights or the right to accrue dividends and there are no performance criteria attached.

The fair value of these awards is determined based on the closing share price on the day of grant, after deducting the expected future dividend yield of 3.8% (Previous Year 3.75%) over the duration of the award.

### Reconciliation of RSAs

	Number of RSA	
	Cash Settled	Equity Settled
<b>As at April 1, 2022</b>	<b>1,23,868</b>	-
Granted	67,079	4,261
Exercised *	(45,636)	-
Cancelled**	(23,919)	-
<b>As at March 31, 2023</b>	<b>1,21,392</b>	<b>4,261</b>
Granted	-	61,256
Exercised *	(47,346)	-
Cancelled**	(8,080)	-
<b>As at March 31, 2024</b>	<b>65,966</b>	<b>65,517</b>

\*The weighted average share price at the date of exercise of the awards exercised during the year ended March 31, 2024 was GBP 15.63 (March 31, 2023 GBP 13.53). The weighted fair value for the share settled awards granted during the year ended March 31, 2024 is GBP 13.81 (March 31, 2023 GBP 13.45)

\*\* Also includes for employees transferred

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Performance Share Plan

Under the Performance Share Plan, share awards are granted to Directors and senior executives at no cost. The percentage of each award that vests is based upon the performance of the Group over a defined measurement period with dividends reinvested during the same period. The performance conditions since 2022 are based on five measures over a three-year performance period. These are TSR (30%), pipeline progress (20%), profit measure (20%), sale measure (20%) and ESG environment (10%).

The fair value of the awards is determined based on the closing share price on the day of grant. For TSR performance elements, this is adjusted by the likelihood of that condition being met, as assessed at the time of grant.

During the year ended March 31, 2024, awards were made of 9,790 shares at a weighted fair value of GBP 12.46 (Previous year ended March 31, 2023, awards made of 9,075 shares at a weighted fair value of GBP 12.37). As at March 31, 2024 there were outstanding awards of 18,865 shares (Previous year ended March 31, 2023 outstanding awards of 9,075 shares).

## Expense arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised in the Statement of Profit and Loss as part of employee benefit expense were as follows:

	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Restricted share Awards (RSAs) - Cash Settled	8,49.85	2,48.55
Restricted share Awards (RSAs) - Share Settled	2,23.29	1.62
Performance share plan	66.56	3.17

## Carrying amount of liability

	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Carrying amount of liability included in long term incentive plan (Notes 21 and 26)	7,45.80	6,36.08

## Carrying amount of reserves

	(₹ in lakhs)	
	As at March 31, 2024	As at March 31, 2023
ESOP Reserve (Restricted share Awards - Share Settled)	7,18.32	56.71
ESOP Reserve (Performance share Plan)	1,82.21	1,11.01

## Note 53 : Disclosure pursuant to Ind AS 105 "Non-current assets held for sale and discontinued operations":

### (i) Transfer of Iodex and Ostocalcium Brands :

The Board of Directors ('Board') of the Parent Company at their meeting held on July 26, 2021 had approved the transfer of the trademarks pertaining to 'Iodex' and 'Ostocalcium' brands ("Brands") in India along with legal, economic, commercial and marketing rights of such brands and other identified assets to GlaxoSmithKline Asia Private Limited with respective values aggregating ₹ 1649,01 lakhs. The transaction was consummated and the consideration was received by the Parent company during the year ended March 31, 2022 after the receipt of shareholders' and regulatory approvals.

Consequently, the transfer has been disclosed as Discontinued Operations in accordance with Ind AS 105 "Non-Current Assets Held for Sale and Discontinued Operations".

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## (ii) Financial performance related to discontinued operations

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations	-	20,79.29
<b>Total income</b>	<b>-</b>	<b>20,79.29</b>
<b>Expenses</b>		
Cost of materials consumed	-	(88.53)
Changes in inventories of finished goods, stock-in-trade and work-in-progress	-	4,70.22
Other expenses	-	12,84.97
<b>Total expenses</b>	<b>-</b>	<b>16,66.66</b>
<b>Profit before tax</b>	<b>-</b>	<b>4,12.63</b>
<b>Tax Expense :</b>		
Current tax	-	1,08.17
<b>Profit from discontinued operations after tax</b>	<b>-</b>	<b>3,04.46</b>

## (iii) Cash flow disclosure with respect to discontinued operations:

Particulars	(₹ in lakhs)	
	Year ended March 31, 2024	Year ended March 31, 2023
Cash flow from operating activities	-	(26,48.82)
Cash flow from investing activities	-	(295,77.67)

### Note 54 :

The Parent Company on September 30, 2021, post the approval of the shareholders had acquired the assets and liabilities associated with the vaccine business of GlaxoSmithKline Asia Private Limited. The Parent Company accounted the acquisition in accordance with Appendix C to IND AS 103 being business combination of entities under common control. Accordingly, the financial information in respect of prior periods was restated for the acquisition as if the business combination occurred from the beginning of preceding periods. The Parent Company took over the assets at amortised cost of ₹ 1,29.00 lakhs, liabilities at ₹ 20,44.00 lakhs and the consideration paid amounts to ₹ 1,66.00 lakhs. The difference between the consideration paid and the net assets taken over on acquisition of ₹ 20,82.00 lakhs was transferred to Capital reserve.

### Note 55 : Relationship with struck off companies

Below struck off companies are equity shareholders of the Parent Company as on the Balance Sheet date

Name of Struck off Company	Nature of transaction with struck off Company	Dividend paid in current year
Petunia Consulting Services Private Limited	Shares held by struck off company	*
Shyam Computers Private Limited	Shares held by struck off company	*

\* Value less than one lakh

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

Name of Struck off Company	Nature of transaction	Transaction during the year March 31, 2024	Balance Outstanding as at March 31, 2024	Relationship with the struck off Company
Vincon Infra Organisers Pvt. Ltd.	Capital Advance	-	2,83.17	Vendor
Vishal Distributors Private Limited	Sales	26.40	0.07	Customer
Drk enterprises private limited	Sales	83.66	3.36	Customer

Name of Struck off Company	Nature of transaction	Transaction during the year March 31, 2023	Balance Outstanding as at March 31, 2023	Relationship with the struck off Company
Vincon Infra Organisers Pvt. Ltd.	Capital Advance	-	2,83.17	Vendor

## Note 56 : Additional information

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iii) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iv) 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 Group shall:
  - (a) 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
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (v) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 57 :

Additional information as required by Paragraph 2 of the general instructions for the Preparation of Consolidated Financial Statements under Division II of Schedule III to the Companies Act, 2013.

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
	As at March 31, 2024	As at March 31, 2024	Year ended March 31, 2024	Year ended March 31, 2024	Year ended March 31, 2024	Year ended March 31, 2024	Year ended March 31, 2024	Year ended March 31, 2024
<b>Parent</b>								
GlaxoSmithKline Pharmaceuticals Limited	98.23%	1746,18.75	98.91%	583,52.43	100.00%	(4,16.69)	98.90%	579,35.74
<b>Subsidiary</b>								
Indian								
Biddle Sawyer Limited	1.77%	31,45.22	1.09%	6,43.67	0.00%	-	1.10%	6,43.67
<b>Total</b>	<b>100.00%</b>	<b>1777,63.97</b>	<b>100.00%</b>	<b>589,96.10</b>	<b>100.00%</b>	<b>(4,16.69)</b>	<b>100.00%</b>	<b>585,79.41</b>

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
	As at March 31, 2023	As at March 31, 2023	Year ended March 31, 2023	Year ended March 31, 2023	Year ended March 31, 2023	Year ended March 31, 2023	Year ended March 31, 2023	Year ended March 31, 2023
<b>Parent</b>								
GlaxoSmithKline Pharmaceuticals Limited	98.15%	1708,98.29	98.84%	603,63.06	100.00%	(6,03.66)	98.83%	597,59.40
<b>Subsidiary</b>								
Indian								
Biddle Sawyer Limited	1.85%	32,29.01	1.16%	7,05.62	0.00%	-	1.17%	7,05.62
<b>Total</b>	<b>100.00%</b>	<b>1741,27.30</b>	<b>100.00%</b>	<b>610,68.68</b>	<b>100.00%</b>	<b>(6,03.66)</b>	<b>100.00%</b>	<b>604,65.02</b>

Note : The above figures are after eliminating intra Group transactions and intra Group balances as at March 31, 2024 and March 31, 2023.

## Note 58 : Event occurring after balance sheet date

The Board of Directors of the Parent Company has recommended a Dividend of ₹ 32 per equity share of face value of ₹ 10 each for this year. (March 31, 2023: ₹ 32 per equity share) (Refer Note 49 (b)).

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2024

## Note 59 :

As per MCA notification dated August 05, 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, Companies are required to maintain daily back-up of the books of account and other relevant books and papers which are maintained in electronic mode on servers physically located in India.

The books of account of the Parent Company and other relevant books and papers are maintained in electronic mode other than certain records and papers which are physically maintained in India. The electronic books of accounts are always readily accessible from India and currently a daily backup is maintained on servers located outside India. The Parent Company is in the process of complying with the aforesaid MCA notification.

## Note 60 : Approval of financial statements

The financial statements were approved for issue by the Board of Directors on May 17, 2024.

For and on behalf of the Board of Directors

**R. S. Karnad**  
Chairperson  
DIN: 00008064

**B. Akshikar**  
Managing Director  
DIN: 09112346

**J. Chandy**  
CFO & Whole-time Director  
DIN: 09530618

**D. Sundaram**  
Audit Committee Chairman  
DIN: 00016304

**A. Nadkarni**  
Company Secretary  
FCS 10460

Mumbai, May 17, 2024







**GlaxoSmithKline Pharmaceuticals Limited**

**Registered office address**

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