



*Constantly Evolving, Consistently Excelling*

## ANNUAL REPORT 2022-2023



Spreading **SMILES**, building a **BETTER** world

## BOARD OF DIRECTORS

MR. SURESH G KARE, Chairman  
MS. ADITI PANANDIKAR, Managing Director  
MR. SUNDEEP V BAMBOLKAR, Jt. Managing Director  
MR. DIVAKAR M GAVASKAR, Independent Director  
MR. RAJIV P KAKODKAR, Independent Director  
DR. (MS.) VASUDHA V KAMAT, Independent Director  
MR. ABHIJIT Y GORE, Independent Director  
DR. ANAND M NADKARNI, Non-Executive Director

## CHIEF FINANCIAL OFFICER

MR. PRAMOD GHORPADE

## COMPANY SECRETARY & HEAD-LEGAL

MR. RAMANATHAN HARIHARAN

## BANKERS

CITIBANK N. A.	KOTAK MAHINDRA BANK LTD.
HDFC BANK LTD.	SARASWAT CO-OP BANK LTD.
IDBI BANK LTD.	STANDARD CHARTERED BANK
DBS BANK	STATE BANK OF INDIA
AXIS BANK	EMIRATES NBD BANK
ICICI BANK	

## AUDITORS

M/S GOKHALE & SATHE  
Chartered Accountants  
308/309, Udyog Mandir No. 1,  
7-C Bhagoji Keer Marg,  
Mahim, Mumbai 400016

## REGISTRAR & SHARE TRANSFER AGENT

LINK INTIME INDIA PVT. LTD.  
C 101, 247 Park, LBS Marg,  
Vikhroli (W), Mumbai 400083

## REGISTERED OFFICE

Indoco House, 166 CST Road, Kalina,  
Mumbai 400098.  
Tel. No.: +91 22 62871000 / 68791250  
Website: www.indoco.com

## COMPANY IDENTIFICATION NUMBER

CIN: L85190MH1947PLC005913

## MESSAGE FROM THE TOP MANAGEMENT

Dear Stakeholders,

It has been an incredible journey of 76 years of touching lives and spreading smiles with our quality and affordable medicines. We express our sincere appreciation for your continuous support and trust in the organization. The Financial year 2022-2023 has been a year of opportunities and challenges, however, we have been consistent in our performance with annual total revenues of ₹ 1638 crores.

The Company grew by 9 % with revenues at ₹1638 crores, as against ₹ 1503 crores in the previous year. Domestic Formulation Business was flat as we had covid impact during previous year. International Formulation Business grew by 22 % with revenues at ₹ 754 crores, as against ₹ 620 crores of previous year. API business grew by 11% with revenues at ₹ 71 crores, as against ₹ 63 crores of previous year.

Earnings Before Interest, Taxes, Depreciation, and Amortization (EBIDTA) to net sales is 17.4% at ₹ 285 crores, compared to 21.8 % at ₹ 327 crores, last year.

We are constantly striving to expand our research and development capabilities and are investing in innovative technologies, strategic partnerships and nurturing a culture of innovation to address the unmet health needs of patients across the globe.

Recently, Indoco acquired 85% of equity stake of the US based FPP Holding Company, LLC ("FPP Holding") for USD 4 Million from Contract Pharmacal Corp. ("CPC"). FPP Holding is the holding company of Florida Pharmaceutical Products, LLC ("FPP") which is based in Florida and engaged in marketing and distribution of generic pharmaceutical products in the USA. This strategic investment marks a significant milestone for the Company, solidifying its position as a key player in the US market. The smart synergy between Indoco and FPP will enable the Company to commercialize its registered generic products with a direct presence in the USA.

The Indian pharmaceutical industry, like any other, is subject to various uncertainties, including regulatory changes, pricing pressures, intellectual property issues and global economic fluctuations. India's growing middle class, increased healthcare awareness, and rising disposable incomes are driving the demand for pharmaceutical products within the country.

We are dedicated to upholding our CSR mission by actively supporting the underprivileged, with a significant focus on improving the well-being of women, the elderly and children. Our relentless efforts are geared towards making a meaningful and positive difference in the society, aiming to enhance lives and build a brighter future for all.

We extend our deepest gratitude to all Indocoites, our stakeholders, shareholders, customers, bankers and the medical fraternity for their unwavering dedication and support. Together, we can create a brighter, healthier future for all. We are excited about the journey ahead and look forward to our shared success.

Thanking you all,



Suresh G Kare  
Chairman



Aditi Panandikar  
Managing Director



Sundeep V Bambolkar  
Jt. Managing Director

# THE JOURNEY

Turnover crosses  
**₹ 10 cr.**

- Presence in Acute Therapy

Turnover crosses  
**₹ 100 cr.**

- Acquisition of Brand 'Karvol Plus'
- Presence in Ophthalmic & Dental Segments
- Indoco receives its first approval from UKMHRA for Goa Plant I
- Indoco's shares listed on BSE and NSE

Turnover crosses  
**₹ 1000 cr.**

- Indoco's Allopurinol ANDA gets USFDA approval
- Third Generation takes over the Management reins at Indoco
- Indoco teams up with ASPEN, South Africa by licensing out intellectual property (dossiers) for marketing its products in emerging markets covering 30 countries
- Export sales exceeded ₹1Billion in the FY 08-09

Turnover crosses  
**₹ 1638 cr.**

- ATM honoured with the Champion brand of the year with a Silver Impact Award by Pronto Consult Consumer Award
- Indoco receives USFDA approval for Lacosamide Injection USP
- Indoco receives USFDA approval for Lacosamide Tablets
- CYCLOPAM crosses ₹ 100 cr. sales (as per IMS)

**1989-1998**

- Indoco completed 50 glorious years
- Commencement of production at Goa Plant I
- R&D recognised by DSIR
- New manufacturing plant at Waluj, Aurangabad

**1999-2008**

- New R&D centre at Rabale
- Commissioning of Baddi facility
- Acquisition of API manufacturing facility from LaNOVA Chem Pvt. Ltd.
- Sterile facility (Plant II) commissioned at Verna, Goa
- Inauguration of Indoco House - Mumbai Corporate Office
- Acquisition of Warren

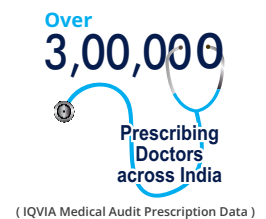
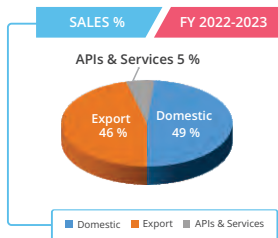
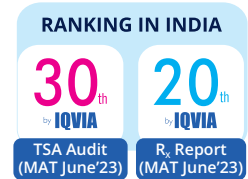
**2009-2018**

- New API manufacturing facility at Patalganga
- Acquisition of Piramal's Clinical Research division
- Inauguration of New GLP Analytical facility for formulations
- Acquisition of Oral Solid Dosage manufacturing facility in Baddi from Micro Labs Ltd., Bangalore

**2019-2023**

- Indoco wins the "GOA BEST EMPLOYER BRAND AWARD 2023"
- Indoco wins the Lead 50 (Next) Supply Chain Award
- Indoco completed 75 years of excellence on 23rd August, 2022
- Inauguration of new Liquid Block at Baddi Plant I

# INDOCO AT A GLANCE



# EXHILARATING REMARKABLE RESILIENCE IN OUR PERFORMANCE

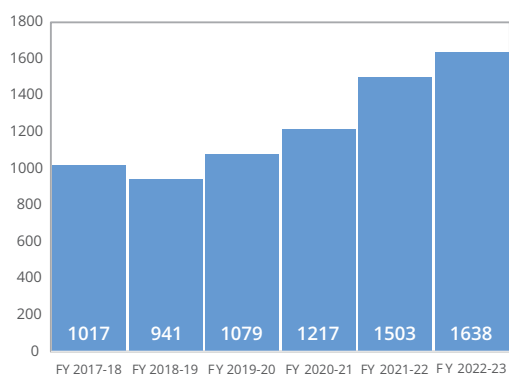
## FINANCIAL HIGHLIGHTS

### Revenue From Operations

**10 %**

5-Year CAGR

₹ in Crores

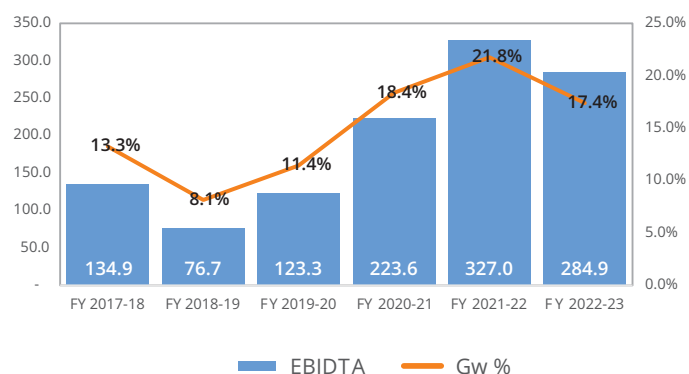


### EBIDTA & EBIDTA Margin

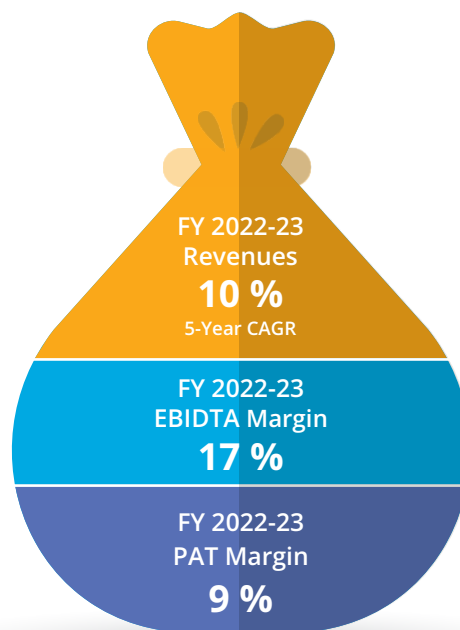
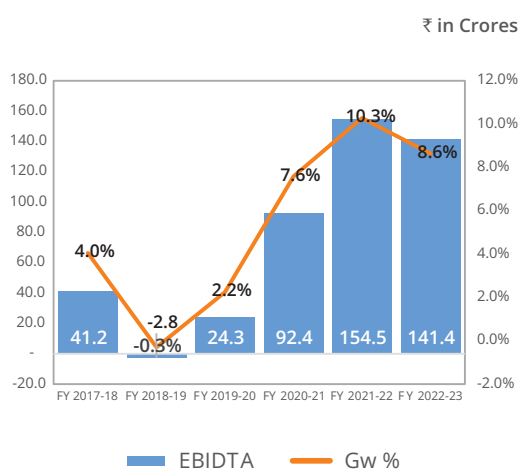
**16 %**

5-Year CAGR

₹ in Crores



### PAT & PAT Margin



## STRONG R&D CAPABILITIES

Research and Development at Indoco is an expression of our commitment to excellence through innovation. Indoco's R&D function has evolved as the business has expanded and has developed expertise in process research and custom synthesis, impurities synthesis as a turnkey project, extractable and leachable identification/isolation and analysis, development of complex generics, first-to-file complex injectables and ophthalmic suspensions, especially nanoemulsions and suspensions. The Company is constantly evolving and innovating to develop products and processes that will help stay ahead of industry trends by identifying and addressing quality issues early on, thus leading to better products and services for customers.



- ◆ 1,00,000 Sq. Ft. R&D Facility in Navi Mumbai
- ◆ Over 400 Scientists
- ◆ Custom Synthesis
- ◆ New Drug Delivery Systems & New Platform Technologies

- ◆ Development of Complex Ophthalmics & Injectables
- ◆ MuPs in Solid Orals
- ◆ Development of FDFs & APIs
- ◆ Development of 505 (b) (2) Formulations or first to file products

- ◆ Analytical Research Services (USFDA approved facility)
- ◆ 113 Process Patents: 72 APIs 41 Formulations
- ◆ Expertise in platform technology developments

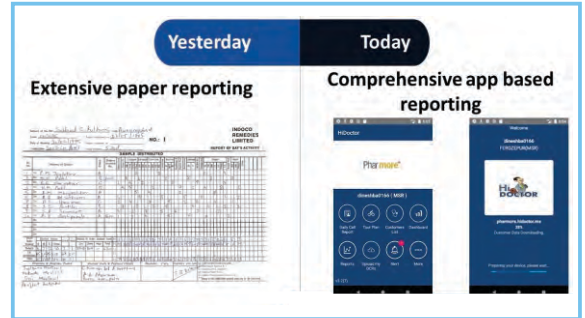


# OUR SUPER TRANSFORMATION JOURNEY

Apple iPads for India business sales teams



Digital reporting system for India business field force



Digital automation systems across the organisation

- Quality Management Systems (QMS)
- Global HRMS application, evaluation & implementation
- Manufacturing automation using industry, IoT 4.0
- Document Management System (DMS)



SAP S/4 HANA





## Launch of D2C (Direct to Consumer) initiative



## Manufacturing capacity enhancement

### API

- New state-of-the-art manufacturing capacity to meet future demands for APIs & internal consumption
- Capacity optimisation / enhancement for existing products and manufacturing blocks
- Implementation of CIP ( Continuous Improvement Process / Program)
- Geography and customer expansion



### SOLID DOSAGES

- Colchicine block - plant I, Goa
- New OSD block - Waluj, Aurangabad
- High-speed, high-tech manufacturing lines - sterile plant II, Goa



### CLINICAL RESEARCH

- Clinical facility expanded by adding 48 beds which is 50% augmentation in capacity. Total capacity - 150 beds
- Building capacity for in-house Pharmacovigilance studies



## NEW LAUNCHES

### INDIA BUSINESS

New product launches



### INTERNATIONAL BUSINESS

Filing of INDOCO MAs in UK



## INDOCO'S INITIATIVE TO PROMOTE GREEN ENERGY

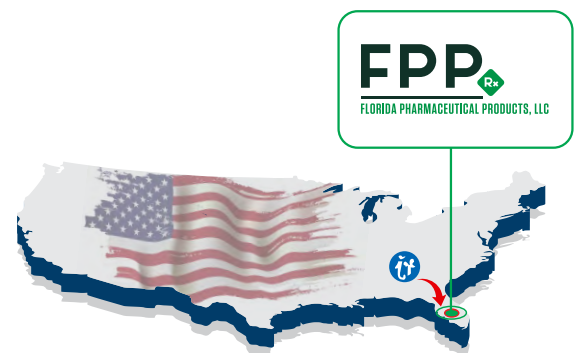
Indoco Remedies entered into a Share Purchase and Shareholder's Agreement along with the Power Purchase Agreement to acquire up to 26% stake each in Kanakal Wind Energy Private Limited and Jalansar Wind Energy Private Limited, for setting up Solar Power plants at Akkalkot, Solapur District in Maharashtra. This is in compliance with the regulatory requirement for being a 'captive user', under the Indian Electricity laws.

Protecting our Environment is of utmost importance to us and it is our constant endeavour to conserve and promote green energy. This arrangement will help us to save electricity costs on a recurring basis at our R&D Centre at Navi Mumbai and API Plant at Patalganga by Rs. 15 to Rs. 17 lakhs per month. The Company's core corporate responsibility is to practice its corporate values through a commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders. We are exploring such energy saving opportunities at our other sites as well.



**AND NOW**

## INDOCO Has A Direct Presence In The USA



## And In The French West Africa



- Ready MAs from third party, acquired and launched in Ivory Coast and Congo
- New Business Model (Out-licensing) adopted in Zimbabwe

## LIFE @ INDOCO

Fostering a workplace culture where all share a common goal and consistently strive to do the right thing.

### COFFEE WITH MD AWARD



At Indoco, talent and hard work is always Respected, Recognized & Rewarded. The Coffee with MD Awards are held quarterly for the sales personnel across all divisions for their outstanding performance based on various parameters of performance and excellence.

### INDOCO GOAL SETTING PROGRAM (IGSP)



IGSP Goa



IGSP Baddi

IGSP is designed to create accelerated change within the organization and enhance employee engagement. By implementing this methodology, we aim to effectively align goals of individual employees with those of the organization. This approach promotes clarity, collaboration and a sense of ownership among employees, leading to increased productivity and success.

### EMPOWERING WORKFORCE



Eye Checkup Camp



Learning & Development



Safety Week



World Environment Day

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# INDOCO REMEDIES LIMITED

[CIN: L85190MH1947PLC005913]

Registered Office: Indoco House, 166 CST Road, Vidyanagari Marg, Kalina, Santacruz (E), Mumbai 400098

Tel: +91 22 6287 1000 / 6879 1250 / email: [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com) / Website: [www.indoco.com](http://www.indoco.com).

## NOTICE

Notice is hereby given that the **Seventy Sixth** Annual General Meeting of the members of **Indoco Remedies Limited** will be held on **Tuesday, September 26, 2023 at 10:30 a.m.** (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt;
  - (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Auditors thereon;
  - (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors thereon.
2. To declare a Final dividend of ₹ 2.25 per equity share for the financial year ended March 31, 2023.
3. To appoint a Director in place of Ms. Aditi Panandikar (DIN:00179113), who retires by rotation and being eligible, offers herself for re-appointment.

### **SPECIAL BUSINESS**

4. **To ratify the remuneration of the Cost Auditors for the financial year 2023-2024.**

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 1,80,000/- plus applicable taxes and out of pocket expenses payable to M/s. Joshi Apte and Associates, Cost Accountants, Firm Registration Number (00240), who are appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct cost audits relating to cost records of the Company for the year ending March 31, 2024.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By Order of the Board of Directors  
For Indoco Remedies Limited

Sd/-

**Ramanathan Hariharan**

*Company Secretary & Head-Legal*

M. No. A20593

Place : Mumbai

Date : May 23, 2023

Notes:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as **"MCA Circulars"**), the Company is convening the 76<sup>th</sup> Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India (SEBI), vide its Circulars Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (**"SEBI Circulars"**) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**). In compliance with the applicable provisions of the Companies Act, 2013 (**"Act"**), the SEBI Listing Regulations and MCA Circulars, the 76<sup>th</sup> AGM of the Company is being held through VC/OAVM on Tuesday, September 26, 2023 at 10:30 a.m. (IST). Since the AGM will be held through VC/OAVM means, the route map is not annexed to this Notice. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Indoco House, 166 CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai 400098, which shall be the deemed venue of the AGM.
2. As per the provisions of Clause 3 (A) (II) of the General Circular No. 20/2020 dated May 5, 2020, the matters of Special Business as appearing at Item No. 4 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
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 and the facility for appointment of proxy by the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. An Explanatory Statement pursuant to Section 102 of the Act read with the SEBI Listing Regulations and Secretarial Standards No. 2 on the General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**), setting out material facts relating to business under Item No. 4 to be transacted at the AGM, is annexed hereto and forms part of this Notice.
5. Information regarding particulars of the Director seeking re-appointment as required under Regulation 36(3) of the SEBI Listing Regulations and the provisions of SS-2, at the ensuing AGM is annexed hereto as **"Annexure 1"** and forms part of this Notice.
6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through e-voting. The said Resolution/Authorization should be uploaded on <https://instavote.linkintime.co.in>.

8. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
9. In terms of the MCA Circulars and the relevant SEBI Circulars, the Company is sending this AGM Notice along with the Annual Report for Financial Year 2022-2023 in electronic form only to those members whose email IDs are registered with the Company/Registrar and Share Transfer Agent (RTA)/Depositories/Depository Participant (DP). Those members whose email IDs are not registered with the Company can get their email ID registered by following the process as mentioned in Note No. 24 of this Notice. The Notice convening the AGM and the Annual Report for Financial Year 2022-2023 have been uploaded on the website of the Company at [www.indoco.com](http://www.indoco.com) and can also be accessed from the relevant section on the websites of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively. The AGM Notice is also available on the website of our Registrar and Share Transfer Agent (RTA), Link Intime India Private Limited at <https://instavote.linkintime.co.in>.
10. In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. Members may please note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated Listed Companies to issue securities in dematerialized 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 web link at <https://www.indoco.com/inv-investor-relations.asp>. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for transmission and transposition shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the RTA, for assistance in this regard.
11. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in form ISR-3 or form SH-14, as the case may be. The said forms can be downloaded from the Company's website at <https://www.indoco.com/inv-investor-relations.asp>. Members are requested to submit the said forms to their respective DPs in case the shares are held in demat form, and to the RTA in case the shares are held in physical form.



### 13. Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. **The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA.**

The securities in the frozen folios shall be eligible:

- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above;
- To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website at <https://www.indoco.com/inv-investor-relations.asp>. **In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest.** The Company is in the process of dispatching a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

14. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 20, 2023 to Tuesday, September 26, 2023 (both days inclusive) for the purpose of payment of dividend and AGM for Financial Year 2022-2023.
15. If the dividend of ₹ 2.25 (Rupees Two and Twenty-Five Paise only) per equity share, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made, subject to deduction of tax at source (TDS), on or after September 29, 2023, as under:
  - i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (both collectively referred to as “**Depositories**”) as of the close of business hours on September 19, 2023;
  - ii) To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition requests lodged with the Company/RTA on or before the close of business hours on September 19, 2023.
16. Members holding shares in dematerialized form are hereby informed that bank particulars registered with their respective DP's, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or RTA cannot act on any request received directly from the members holding shares in dematerialized form for any change or updation of bank particulars. Such changes/updation are to be intimated only to the DP's of the members.

17. To avoid delay in receiving dividend, members are requested to update their KYC, bank details with their Depositories (where shares are held in dematerialized mode) and with the Company's RTA (where shares are held in physical mode) to receive the dividend directly into their bank account on the payout date. In case, the Company is unable to pay the dividend to any member by the electronic mode, due to non-availability of the correct details of the bank account, the Company shall dispatch the dividend warrant/demand draft to such shareholders.

18. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the members w.e.f. April 1, 2020 and the Company is required to deduct TDS from dividend paid to the members at rates prescribed in the Income-tax Act, 1961 (the IT Act). For the prescribed rates for various categories, the shareholders are requested to refer to the IT Act, Finance Act, 2020 and amendments thereof.

No tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during financial year 2023-2024 does not exceed ₹ 5,000, and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to resident individual shareholders aged 60 years or more) subject to conditions specified in the IT Act. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above. Such resident individual shareholder can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com) by September 18, 2023.

In general, to enable compliance with TDS requirements, members are requested to complete and/or update their Residential Status, Permanent Account Number (PAN), Category as per the IT Act with their Depository Participants (DPs) or in case shares are held in physical form, by sending documents to the RTA at [nt.helpdesk@linkintime.co.in](mailto:nt.helpdesk@linkintime.co.in) by September 18, 2023.

To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, in accordance with the provisions of the IT Act by email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com) by September 18, 2023.

19. Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline. The Members whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in e-Form/web form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). For details, please refer to Report on Corporate Governance, which is a part of this Annual Report.

20. Pursuant to provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016, the Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on **March 31, 2023** on the website of the Company ([www.indoco.com](http://www.indoco.com)).

21. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act along with certificate from Secretarial Auditor of the Company certifying that Indoco Remedies Limited Employee Stock Option Plan – 2022 is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and all the relevant documents will be available for inspection in electronic mode

upto the date of the AGM of the Company and will also be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com).

22. Members are requested to quote their Folio Number / Demat Account Number and contact details such as email address, contact number and complete address in all correspondence with the Company or its RTA.
23. Member desirous of getting any information, on the accounts and operations of the Company, may please forward their queries to the Company on the email id [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com) at least seven days prior to the AGM so as to enable the Company to provide appropriate response thereto at the AGM.

**24. Registration of Email ID and Bank Account details:**

In case the members's email ID is already registered with the Company/RTA/Depositories/Depository Participants, log in details for e-voting are being sent on the registered email address.

In case the member has not registered his/her/their email address with the Company/RTA/Depositories/Depository Participants (DP) and or not registered/ updated the Bank Account mandate for receipt of dividend directly in their bank account(s) through Electronic Clearing Service or any other means, the following instructions to be followed:

**(i) In the case of Shares held in Physical mode:**

Members are requested to register/update their email address/bank account details by submitting Form ISR-1 (available on the website of the Company at <https://www.indoco.com/inv-investor-relations.asp>) duly filled and signed along with requisite supporting documents to Company's RTA, i.e. Link Intime India Private Limited at C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai 400 083.

**(ii) In the case of Shares held in Dematerialized mode:**

Members are requested to contact their Depository Participant and register/update the email address and bank account details in the demat account as per the process followed and advised by the Depository Participant.

**25. E-Voting:**

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations, as amended from time to time, MCA Circulars and SS-2, the Company is pleased to provide the e-voting facility to its members to cast their vote electronically through remote e-voting prior to the AGM as well as for e-voting during the AGM, through the e-voting services provided by Link Intime India Private Limited (LIPL) on all resolutions set forth in this Notice.

Members are provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting prior to the AGM, are eligible to exercise their right to vote at the AGM.

Members who have already cast their vote by remote e-voting prior to the AGM, will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast the vote through remote e-voting.

Members of the Company holding shares either in physical form or dematerialized form, as on the cut-off date of Tuesday, September 19, 2023, may cast their vote by e-voting. The remote e-voting period commences on Friday, September 22, 2023 at 9:00 a.m. (IST) and ends on Monday, September 25, 2023 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by LIPL for voting thereafter and shall not be allowed beyond the aforesaid date and time. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 19, 2023.

Any person holding shares in physical form, and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after the notice is sent and holding shares as on the cut-off date i.e. September 19, 2023, may obtain the login id and password by sending a request to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in). However, if he/she is already registered with Link Intime India Private Limited for remote e-voting, then he/she can use his/her existing User Id and password for casting the vote.

In case of individual shareholders holding shares in dematerialized mode and who acquires shares of the Company and becomes a member of the Company after the notice is sent and holding shares as on the cut-off date i.e. September 19, 2023, may follow steps mentioned below under "Login method for Individual shareholders holding securities in demat mode".

The Company has appointed CS Ajit Sathe proprietor of M/s A.Y. Sathe & Co., Practicing Company Secretaries, as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting prior to the AGM), not later than two working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges and RTA, and will also be displayed on the Company's website, [www.indoco.com](http://www.indoco.com).

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DP's in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DP's to access e-voting facility.

**The details of the process and manner for remote e-voting are explained herein below:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**A. Login method for individual shareholders holding securities in demat mode is given below:**

<i>Type of shareholders</i>	<i>Login Method</i>
<p><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<p>I. NSDL IDeAS Facility</p> <p><b>If you are already registered for the NSDL IDeAS facility,</b></p> <ol style="list-style-type: none"> <li>1. Visit the e-services website of NSDL. Open the web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a personal computer or mobile phone.</li> <li>2. Once the homepage of e-Services is launched, click on the “Beneficial Owner” icon under “Login”, available under the “IDeAS” section.</li> <li>3. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting services.</li> <li>4. Click on “Access to e-voting” under e-voting services and you will be able to see the e-voting page.</li> <li>5. Click on options available against company name or e-voting service provider name – i.e. LINKINTIME and you will be redirected to the “InstaVote” website for casting your vote during the remote e-voting period.</li> </ol> <p><b>If the user is not registered for IDeAS e-Services</b></p> <ol style="list-style-type: none"> <li>1. The option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>2. Select “Register Online for IDeAS” or click on <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Upon successful registration, please follow steps given in points 1-5 above.</li> </ol> <p>II. E-voting website of NSDL</p> <ol style="list-style-type: none"> <li>1. 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 mobile phone.</li> <li>2. Once the homepage of e-voting system is launched, click on the “Login” icon, available under the “Shareholder / Member” section.</li> <li>3. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password / OTP and a verification code as shown on the screen.</li> <li>4. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page. Click on options available against company name or e-voting service provider name i.e. LINKINTIME and you will be redirected to the “InstaVote” website for casting your vote during the remote e-voting period.</li> </ol>

<i>Type of shareholders</i>	<i>Login Method</i>
<b>Individual shareholders holding securities in demat mode with CDSL</b>	<ol style="list-style-type: none"> <li>1. Users who have opted for the CDSL Easi / Easiest facility can log in using their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users of Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on the login icon and New System Myeasi Tab and then use your existing my easi username and password.</li> <li>2. After successful login, the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider i.e. LINKINTIME for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly.</li> <li>3. If the user is not registered for Easi / Easiest, the option to register is available on the CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a>. Click on login and New System Myeasi Tab and then click on the registration option.</li> <li>4. Alternatively, the user can directly access the e-voting page by providing demat account number and PAN from the e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on the registered mobile and email as recorded in the demat account. After successful authentication, the user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of all e-voting service providers.</li> </ol>
<b>Individual shareholders (holding securities in demat mode) logging in through their depository participants</b>	<ol style="list-style-type: none"> <li>1. You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-voting facility.</li> <li>2. Once logged in, you will be able to see the e-voting option. Once you click on the e-voting option, you will be redirected to the NSDL/CDSL depository site after successful authentication, wherein you can see the e-voting feature.</li> <li>3. Click on the Company name or e-voting service provider name i.e. LINKINTIME and you will be redirected to the "InstaVote" website for casting your vote during the remote e-voting period.</li> </ol>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use “Forgot User ID” and “Forgot Password” options available on the above-mentioned depository/ depository participant’s website.

**Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through depository i.e. NSDL and CDSL**

<i>Login type</i>	<i>Helpdesk details</i>
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.co.in">evoting@nsdl.co.in</a> or call 022 - 4886 7000 and 022 - 2499 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 call the toll-free no. 1800 22 55 33

**B. Login method for remote e-voting for Individual Shareholders holding securities in physical form and Non-Individual Shareholders holding securities in demat mode:**

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:

**a. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**b. PAN:**

Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).

**c. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**d. Bank Account Number:**

Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

*\*Shareholders holding shares in **physical form** but have not recorded ‘c’ and ‘d’, shall provide their Folio number in ‘d’ above*

*\*Shareholders holding shares in **demat form**, shall provide ‘d’ above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Helpdesk for Individual Shareholders holding securities in physical form and Non-Individual Shareholders holding securities in demat mode:**

In case Individual shareholders holding securities in physical form and Non-Individual Shareholders holding securities in demat mode have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 - 4918 6000.

**C. Process for procuring User ID and password for e-voting for those shareholders whose email IDs are not registered with the Company /RTA/Depositories/Depository Participant.**

1. In case shares are held in physical mode, please provide Folio Number, name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com).



2. In case shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), name of member, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com).
3. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained under "Login method for Individual shareholders holding securities in demat mode".

**D. General guidelines for e-voting**

1. Shareholders other than Individual Shareholders are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund/ Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
3. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
4. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**26. Instructions for Members for Attending the AGM through VC / OAVM and e-voting during the meeting are as under:**

**A. Instructions for Shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:**

Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by our RTA, Link Intime India Private Limited by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 30 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis.

Members can log in and join 15 (Fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.

Shareholders/Members will be provided with InstaMeet facility wherein Shareholders/ Members shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> & Click on "Login". Select the "Company" and 'Event Date' and register with your following details:

**a. Demat Account No. or Folio No:**

Shareholders/members holding shares in CDSL DEMAT account shall provide 16 Digit Beneficiary ID and Shareholders/members holding shares in NSDL DEMAT account shall provide 8 Character DP ID followed by 8 Digit Client ID. Shareholders/members holding shares in physical form shall provide Folio Number registered with the Company.

**b. PAN:**

Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).

**c. Mobile Number:**

Enter your mobile number.

**d. Email ID:**

Enter your email id, as recorded with your DP/Company.

2. Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : (022-49186175).

**B. Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:**

Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com) from Monday, September 18, 2023 to Wednesday, September 20, 2023.

The first 25 Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

Note:

Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

**C. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-voting "Cast your vote".
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.  
Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:** Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/Members who have voted through Remote e-voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call us: - Tel : (022-49186175).

## EXPLANATORY STATEMENT

As required by Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice dated May 23, 2023:

### **Item No. 4**

Pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to have the audit of its cost records conducted by a cost accountant in practice. On the recommendation of the Audit Committee of Directors, the Board of Directors approved the re-appointment of M/s Joshi Apte and Associates (Firm Registration No. 00240) as the Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year ending March 31, 2024 at a remuneration of ₹ 1,80,000/- (Rupees One Lakh Eighty Thousand Only) plus applicable taxes and actual out of pocket expenses.

In making the decision on the appointment and remuneration of the Cost Auditors, the Audit Committee of Directors considered the Cost Auditors' performance during the previous year(s) in examining and verifying the accuracy of the cost accounting records maintained by the Company.

M/s Joshi Apte and Associates have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

None of the directors and key managerial personnel and their respective relatives are interested financially or otherwise in the resolution as set out in Item No. 4 of this Notice.

The Board, based on the recommendation of the Audit Committee, unanimously, recommends the ordinary resolution as set out in Item No. 4 of this notice for approval by the members of the Company.

By Order of the Board of Directors  
For Indoco Remedies Limited

Sd/-

**Ramanathan Hariharan**

*Company Secretary & Head-Legal*

M. No. A20593

Place : Mumbai

Date : May 23, 2023

### Annexure - 1

#### Details of the Director seeking appointment/re-appointment at the forthcoming Annual General Meeting

As required under Regulation 36 of the SEBI Listing Regulations and SS -2, the particulars of Director who is seeking reappointment at this 76<sup>th</sup> Annual General Meeting, are given below:

<b>Name of Director</b>	<b>Ms. Aditi Panandikar</b>
<b>DIN</b>	00179113
<b>Date of Birth</b>	January 22, 1970
<b>Age</b>	53
<b>Date of first appointment on the Board</b>	March 27, 2004
<b>Qualification</b>	B. Pharm, Masters Degree in Pharmaceutical Administration from the Ohio State University, USA.
<b>Expertise in specific functional areas</b>	Ms. Aditi Panandikar, Managing Director at Indoco, has sharp business acumen, backed by techno-commercial skills. She has over 25 years of experience and expertise in various functions like Domestic marketing, HR, Technical (R&D, QA), Business Development.
<b>Disclosure of relationships between Directors, Managers and KMP Inter-Se</b>	Ms. Aditi Panandikar is daughter of Mr. Suresh G Kare, Chairman of the Company.
<b>Directorship of other Boards as on the date of this Notice</b>	<ul style="list-style-type: none"> <li>• Xtend Industrial Designers and Engineers Pvt. Ltd.,</li> <li>• Indoco Remedies Czech sro,</li> <li>• Indoco Remedies UK Ltd.,</li> <li>• Shanteri Investment Pvt. Ltd.,</li> <li>• Warren Remedies Pvt. Ltd.</li> </ul>
<b>Membership / Chairmanship of Committees of the Board</b>	Indoco Remedies Limited <ul style="list-style-type: none"> <li>• Corporate Social Responsibility Committee - Chairperson</li> <li>• Risk Management Committee – Member</li> <li>• Stakeholder Relationship Committee – Member</li> </ul>
<b>Listed entities from which Director has resigned in the past three years</b>	None
<b>No. of Board meetings attended during 2022-2023</b>	Six (6)
<b>Terms and conditions of Appointment or Re-Appointment</b>	Re-Appointment in terms of Section 152(6) of the Companies Act, 2013
<b>Details of remuneration sought to be paid</b>	As per the Agreement entered into between the Company and Ms. Aditi Panandikar.
<b>Details of remuneration last drawn</b>	Refer to the Report on Corporate Governance.
<b>No. of Shares held in the Company</b>	55,61,035

## DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Company's **Seventy Sixth Annual Report** on the business and operations of Indoco Remedies Limited, along with the summary of the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2023.

### FINANCIAL PERFORMANCE AND THE STATE OF THE COMPANY'S AFFAIRS

The highlights of the performance of the Company for the year ended March 31, 2023 is summarized below:

(in ₹ crore, except per equity share data)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2023	Year ended March 31, 2022	Year ended March 31, 2023	Year ended March 31, 2022
Total Income from Operations	1,666.69	1,539.72	1,668.61	1,540.75
Add: Other Income	2.33	2.32	2.34	2.33
<b>Total Income</b>	<b>1,669.02</b>	<b>1,542.04</b>	<b>1,670.95</b>	<b>1,543.08</b>
<b>Profit Before Finance Cost, Depreciation, Amortization, Impairment and Tax</b>	<b>287.22</b>	<b>329.32</b>	<b>288.44</b>	<b>329.67</b>
Less: Finance Cost	25.03	14.14	25.03	14.14
Less: Depreciation, Amortization and Impairment Expenses	70.60	78.95	70.61	78.96
<b>Profit Before Tax</b>	<b>191.59</b>	<b>236.23</b>	<b>192.80</b>	<b>236.57</b>
Less: Provision for Taxation				
- Current	55.20	93.23	55.51	93.30
- Deferred	(4.97)	(7.34)	(4.96)	(7.35)
- Mat Credit Adjustments	-	(4.18)	-	(4.18)
<b>Net Profit After Tax</b>	<b>141.36</b>	<b>154.52</b>	<b>142.25</b>	<b>154.80</b>
<b>Other Comprehensive Income</b>				
Items that will not be reclassified subsequently to profit or loss	1.92	(8.19)	1.92	(8.19)
Income tax relating to items that will not be reclassified subsequently to profit or loss	(0.48)	2.86	(0.48)	2.86
Items that will be reclassified subsequently to profit or loss	-	-	-	-
<b>Total Other Comprehensive Income/(Loss), net of tax</b>	<b>1.44</b>	<b>(5.33)</b>	<b>1.44</b>	<b>(5.33)</b>
<b>Total Comprehensive Income for the year</b>	<b>142.80</b>	<b>149.19</b>	<b>143.69</b>	<b>149.47</b>
<b>Net Profit for the year attributable to-</b>				
- Owners of the Company	141.36	154.52	142.25	154.80
- Non-controlling interests	-	-	-	-
<b>Other Comprehensive Income/(Loss) attributable to-</b>				
- Owners of the Company	1.44	(5.33)	1.44	(5.33)
- Non-controlling interests	-	-	-	-
<b>Total Comprehensive Income attributable to-</b>				
- Owners of the Company	142.80	149.19	143.69	149.47
- Non-controlling interests	-	-	-	-
<b>Earnings per share (EPS) (of ₹ 2/- each)</b>				
Basic	15.34	16.77	15.44	16.80
Diluted	15.32	16.77	15.42	16.80

## RESULTS FROM OPERATIONS

### On Standalone Basis

Your Company ended the year with a growth of **9%** as compared to previous year. While the International business saw a growth of **20.4%** over the previous year, Domestic business saw a growth of **0.20%** over the previous year. The Total Income stood at ₹ **1,669.02** crores in FY23 as compared to ₹ **1,542.04** crores in FY22. The Profit Before Tax (PBT) stood at ₹ **191.59** crores in FY23 as compared to ₹ **236.23** crores in FY22. The Net Profit after Tax (Before OCI) stood at ₹ **141.36** crores in FY23 as compared to ₹ **154.52** crores in FY22.

### On Consolidated Basis

The Total Income stood at ₹ **1,670.95** crores in FY23 as compared to ₹ **1,543.08** crores in FY22. The Profit Before Tax (PBT) stood at ₹ **192.80** crores in FY23 as compared to ₹ **236.57** crores in FY22. The Net Profit after Tax (Before OCI) stood at ₹ **142.25** crores in FY23 as compared to ₹ **154.80** crores in FY22.

The financial performance and the results of operations, including major developments have been discussed in detail in the Management Discussion and Analysis report.

## INCORPORATION OF THE WHOLLY OWNED SUBSIDIARY-WARREN REMEDIES PRIVATE LIMITED

During the year under review, the Warren Remedies Private Limited a wholly owned subsidiary of the Company, was incorporated for setting up a unit for manufacturing of pharmaceutical products both formulations as well as Active Pharmaceutical Ingredients (API). Warren Remedies Private Limited has awarded the contract for the civil work and is hopeful to commence commercial production by the fourth quarter of the financial year 2023-2024.

The Company has invested ₹ 5,00,00,000 as equity contribution and ₹ 10,00,00,000 as preference contribution as at March 31, 2023.

## SOLAR POWER

The Company entered into Share Purchase and Shareholder's Agreement ("Agreements") with Kanakal Wind Energy Private Limited ("Kanakal") and Jalansar Wind Energy Private Limited ("Jalansar") in order to comply with regulatory requirement for being a captive user under Indian Electricity laws. Pursuant to the Agreements, the Company acquired 26% equity stake each in Kanakal and Jalansar, representing 8,64,000 equity shares of ₹ 10/- each and 5,76,000 equity shares of ₹ 10/- each respectively, for setting up Solar Power Plant at Akkalkot, Solapur District, Maharashtra (the "Plant"), wherein the power generated by the Plant shall be supplied exclusively to Indoco Remedies Limited under the Captive Rules for the tenure of 25 years. This has helped in substantial savings in electricity costs at our Research and Development Centre at Rabale, Navi Mumbai and API Plant at Patalganga.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), the Management Discussion and Analysis Report for the year under review, is provided in a separate section and forms part of this Report.

## **CONSOLIDATED ACCOUNTS**

The consolidated financial statements for the year ended March 31, 2023 have been prepared in accordance with Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

## **DIVIDEND**

Based on the Company's performance, the Board of Directors recommend a dividend of ₹ 2.25 per equity share of ₹ 2/- each (112.50%) for the financial year 2022-2023.

The dividend on equity shares is subject to the approval of the members at the Seventy-Sixth Annual General Meeting ("AGM") scheduled to be held on Tuesday, September 26, 2023.

The dividend if approved by the members in the ensuing AGM would result in a cash outflow of ₹ 20.73 crores. Dividend for the financial year 2021-2022 was ₹ 2.25 per equity share (112.50 %).

The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 20, 2023 to Tuesday, September 26, 2023 (both days inclusive) for the purpose of payment of the dividend for the financial year ended March 31, 2023.

According to Regulation 43A of the SEBI Listing Regulations, the top 1000 listed entities based on market capitalization, calculated as on March 31 of every financial year are required to formulate a Dividend Distribution Policy which shall be disclosed on the website of the listed entity and a web link shall also be provided in their Annual Reports. Accordingly, the Dividend Distribution Policy of the Company which is based on the need to balance the twin objectives of appropriately rewarding its shareholders with dividend and of conserving resources to meet its future needs, can be accessed using the following link: [https://www.indoco.com/policies/IRL\\_dividend\\_distribution\\_policy.pdf](https://www.indoco.com/policies/IRL_dividend_distribution_policy.pdf).

## **TRANSFER TO RESERVES**

During the year under review, no amount was transferred to general reserves.

## **SHARE CAPITAL**

During the year under review, there was no change in the paid-up share capital of the Company. The paid-up Equity Share Capital as on March 31, 2023 is ₹ 18,43,00,710/-.

## **CHANGE IN THE NATURE OF BUSINESS ACTIVITIES**

During the year under review, there is no change in the nature of the business of the Company.

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

## **SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES**

As on March 31, 2023, the Company has 4 Subsidiary Companies

- Xtend Industrial Designers and Engineers Private Limited
- Warren Remedies Private Limited



- Indoco Remedies Czech SRO
- Indoco Remedies UK Limited

As on March 31, 2023, the Company has 2 Associate Companies

- Jalansar Wind Energy Private Limited\*
- Kanakal Wind Energy Private Limited\*

Pursuant to Rule 8(5)(iv) of the Companies (Accounts) Rules, 2014 as amended from time to time, the names of the companies which have become and ceased to be associates/subsidiary/joint venture companies during the year are provided below.

<b>Sr. No.</b>	<b>Companies which became associates/subsidiary/joint venture during the year under review</b>
1.	Warren Remedies Private Limited (Wholly Owned Subsidiary)
2.	Jalansar Wind Energy Private Limited (Associate)*
3.	Kanakal Wind Energy Private Limited (Associate)*

<b>Sr. No.</b>	<b>Companies which ceased to be associates/ subsidiary/joint venture during the year under review</b>
<b>Nil</b>	

\* Jalansar Wind Energy Private Limited and Kanakal Wind Energy Private Limited which are associates as per the Companies Act, 2013 (“Act”) have not been classified as an associate as per IND AS and hence they are not considered for Consolidation.

Pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statement of the Company’s subsidiaries and associates in the prescribed format AOC-1 is appended as “Annexure A” to this Board’s report.

The highlights of performance of the subsidiaries and their contribution to the overall performance of the Company during the financial year under review is given under Note No. 44 to the Consolidated Financial Statements forming part of the Annual Report.

Further, pursuant to Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of subsidiaries are available on the website of the Company – [www.indoco.com](http://www.indoco.com). Any person desirous of obtaining the said Financial Statements may write to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com). There have been no material changes in the nature of the business of the subsidiaries and associates during the financial year 2022-2023.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **Aditi Panandikar (DIN: 00179113)**

Ms. Aditi Panandikar’s term as Managing Director as approved by the Shareholders vide Postal Ballot Notice dated January 27, 2017, was upto February 14, 2022.

The Board of Directors of the Company at its meeting held on November 02, 2021, on the recommendation of the Nomination and Remuneration Committee, had approved re-appointment of Ms. Aditi Panandikar as Managing Director for a further period of five years with effect from February 15, 2022 till February 14, 2027, subject to the approval of the shareholders of the Company at the 75<sup>th</sup> Annual General Meeting. The shareholders of the Company in its 75<sup>th</sup> Annual General Meeting held on September 22, 2022 approved the re-appointment of Ms. Aditi Panandikar as Managing Director for a further period of five years with effect from February 15, 2022 till February 14, 2027.

In terms of provisions of the Section 152(6) of the Act and the Articles of Association of the Company, Ms. Aditi Panandikar (DIN: 00179113), Managing Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board of Directors recommends her re-appointment.

**Sundeep V Bambolkar (DIN: 00176613)**

Mr. Sundeep V Bambolkar's term as Jt. Managing Director as approved by the Shareholders vide Postal Ballot Notice dated January 27, 2017, was upto February 14, 2022.

The Board of Directors of the Company at its meeting held on November 02, 2021, on the recommendation of the Nomination and Remuneration Committee, had approved the re-appointment of Mr. Sundeep V Bambolkar as Jt. Managing Director for a further period of five years with effect from February 15, 2022 till February 14, 2027, subject to the approval of the shareholders of the Company at the 75<sup>th</sup> Annual General Meeting. The shareholders of the Company in its 75<sup>th</sup> Annual General Meeting held on September 22, 2022 approved the re-appointment of Mr. Sundeep V Bambolkar as Jt. Managing Director for a further period of five years with effect from February 15, 2022 till February 14, 2027.

**Mr. Suresh G Kare (DIN: 00179220)**

The Board of Directors of the Company at its meeting held on May 23, 2023, on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Suresh G Kare as the Chairman of the Company in the capacity of Non-Executive and Non- Independent Director effective from July 01, 2023, subject to the approval of shareholders of the Company by way of Postal Ballot Notice dated May 23, 2023.

**Mr. Jayshankar Menon**

Mr. Jayshankar Menon, the Company Secretary and the Compliance Officer of the Company retired from his services w.e.f. closing hours of November 30, 2022. The Board placed on record its appreciation for the assistance and guidance provided by Mr. Jayshankar Menon during his tenure as the Company Secretary and Compliance Officer of the Company.

**Mr. Ramanathan Hariharan**

The Board of Directors in its meeting held on November 10, 2022 appointed Mr. Ramanathan Hariharan (Membership No. A20593) as the Company Secretary and the Compliance Officer of the Company w.e.f. December 01, 2022.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirements under Section 134(5) read with Section 134(3)(c) of the Act, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a. in the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards have been followed and there are no material departures from the same;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

## **DISCLOSURE RELATED TO BOARD AND COMMITTEES**

### **Board Meetings**

The Board of Directors met Six (6) times during the financial year 2022-23 on May 17, 2022, June 07, 2022, August 09, 2022, November 10, 2022, January 24, 2023 and March 29, 2023. The particulars of attendance of the Directors at the said meetings are provided in detail in the Corporate Governance Report, which forms a part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Act and SEBI Listing Regulations.

### **Board & Committees of the Board**

As on March 31, 2023, the Board had 6 (Six) Committees viz: Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Committee of Executive Directors. A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report that forms part of this Annual Report.

### **Evaluation of Performance of the Board, Its Committees and Individual Directors**

During the year, the evaluation of the annual performance of individual Directors including the Chairman of the Company and Independent Directors, Board and Committees of the Board was carried out under the provisions of the Act, relevant rules, and the Corporate Governance requirements as prescribed under Regulation 17 of SEBI Listing Regulations and based on the circular issued by SEBI dated January 5, 2017 with respect to Guidance Note on Board Evaluation. The Nomination and Remuneration Committee had approved the criteria for the performance evaluation of the Board, its Committees and individual Directors as per the SEBI Guidance Note on Board Evaluation.

The Chairman of the Company interacted with each Director individually, for evaluation of performance of the individual Directors. The evaluation for the performance of the Board as a whole and of the Committees were conducted by way of questionnaires.

In a separate meeting of Independent Directors, performance of Non Independent Directors and performance of the Board as a whole was evaluated. Further, they also evaluated the performance of the Chairman of the Company, taking into account the views of the Executive Directors and Non-Executive Directors.

The Board of Directors reviewed the performance of the individual Directors on the basis of the criteria such as qualification, experience, knowledge and competency, fulfilment of functions, availability and attendance, initiative, integrity, contribution and commitment etc., and the Independent Directors were additionally evaluated on the basis of independence, independent views and judgement etc. Further the evaluation of Chairman of the Board, in addition to the above criteria for individual Directors, also included evaluation based on effectiveness of leadership and ability to steer the meetings, impartiality, etc.

The Chairman and other members of the Board discussed upon the performance evaluation of every Director of the Company and concluded that they were satisfied with the overall performance of the Directors individually and that the Directors generally met their expectations of performance.

The summary of the feedback from the members were thereafter discussed in detail by the members. The respective Director, who was being evaluated, did not participate in the discussion on his/her performance evaluation.

The Board also assessed the fulfilment of the independence criteria as specified in SEBI Listing Regulations, by the Independent Directors of the Company and their independence from the management.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of various criteria such as diversity in the Board, competency of Directors, strategy and performance evaluation, evaluation of performance of the management and feedback, independence of the management from the Board etc. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of criteria such as mandate and composition, effectiveness of the committee, independence of the committee from the Board, contribution to decisions of the Board, etc.

#### **Declaration by Independent Directors**

The Company has received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16 (1) (b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. In terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed about their enrolment in the data bank of Independent Directors maintained with the Indian Institute of Corporate affairs.

#### **Familiarisation Programme for the Independent Directors**

In compliance with the requirements of Regulation 25(7) of the SEBI Listing Regulations, the Company has put in place a Familiarisation Programme for the Independent Directors to familiarise them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model etc. The details of the Familiarisation Programme conducted are available on the website of the Company at [www.indoco.com](http://www.indoco.com) and can be accessed through the web link: [https://www.indoco.com/policies/Familiarization\\_programme\\_for\\_independent\\_directors.pdf](https://www.indoco.com/policies/Familiarization_programme_for_independent_directors.pdf)

#### **REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES AND CRITERIA FOR APPOINTMENT OF DIRECTORS**

The Nomination and Remuneration Policy is intended to achieve the following objectives:

1. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a director (executive/non-executive/independent) of the Company;
2. 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;

3. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
4. 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.

The Nomination and Remuneration Policy of the Company on Directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Act, is available on our website, at [https://www.indoco.com/policies/Nomination\\_and\\_Remuneration\\_Policy.pdf](https://www.indoco.com/policies/Nomination_and_Remuneration_Policy.pdf)

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Information as per Section 197 (12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in **"Annexure B"** to this Board's Report. Further, the information pertaining to Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, pertaining to the names and other particulars of employees is available for inspection at the Registered office of the Company during business hours and pursuant to the second proviso to Section 136(1) of the Act, the Report and the accounts are being sent to the members excluding this. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary/Compliance Officer either at the Registered Office address or by email to [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com).

#### **EMPLOYEE STOCK OPTIONS / RESTRICTED STOCK UNITS**

The Company has adopted and implemented the Indoco Remedies Limited Employee Stock Option Plan – 2022 (**"Plan"**) pursuant to the approval of its shareholders at the 75th Annual General Meeting held on September 22, 2022, with an objective of enabling the Company to attract and retain talented employees by offering them the opportunity to acquire a continuing equity interest in the Company, which will reflect in their efforts in building the growth and the profitability of the Company. The Plan is implemented through the Indoco Employees Welfare Trust which will acquire the shares of the Company by way of fresh allotment from the Company and will follow the cash mechanism. The Plan is administered by the Nomination and Remuneration Committee of the Company which is designated as Compensation Committee in pursuance of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, for the purpose of administration and implementation of the Plan. The maximum number of shares under the Plan shall not exceed 13,82,256 equity shares.

The Nomination and Remuneration Committee in its meeting held on January 24, 2023, has granted 2,95,500 Employee Stock Options (**"Options"**) and 75,000 Restricted Stock Units (**"RSUs"**) to the eligible employees.

Further, the certificate required under Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 from the Secretarial Auditor of the Company that the Plan have been implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and as per the resolution passed by the members of the Company will be available at the ensuing AGM for inspection.

The necessary disclosure pursuant to section 62 of the Act read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 with regard to the Plan of the Company is available on Company's website at [https://www.indoco.com/esop-disclosure/esop-disclosure-FY\\_2022-2023.pdf](https://www.indoco.com/esop-disclosure/esop-disclosure-FY_2022-2023.pdf).

## CORPORATE POLICIES

The details of the various policies approved and adopted by the Board of Directors as required under the Act and various SEBI regulations are provided below. The policies are reviewed periodically by the Board and updated as needed. The Board at its meeting held on May 23, 2023 revised and adopted the “Code of Conduct for Board of Directors and Senior Management” and “Insider Trading Code”.

Key policies that have been adopted are as follows:

<i>Name of the Policy</i>	<i>Brief Description</i>	<i>Web link</i>
<b>Dividend Distribution Policy</b>	The Dividend Distribution Policy establishes the principles to ascertain amounts that can be distributed to equity shareholders as dividend by the Company as well as enable the Company to strike balance between payout and retained earnings, in order to address future needs of the Company.	<a href="https://www.indoco.com/policies/IRL_dividend_distribution_policy.pdf">https://www.indoco.com/policies/IRL_dividend_distribution_policy.pdf</a>
<b>Code of Conduct for Board of Directors and Senior Management</b>	The Company has adopted a Code of Conduct for the Senior Management Personnel, Directors (executive / non-executive) including a code of conduct for Independent Directors, which suitably incorporates the duties of Independent Directors as laid down in the Act.	<a href="https://www.indoco.com/policies/Code_of_Conduct_for_Board_of_Directors_and_Senior_Management.pdf">https://www.indoco.com/policies/Code_of_Conduct_for_Board_of_Directors_and_Senior_Management.pdf</a>
<b>Policy for Determination of Materiality of Events</b>	This Policy for Determination of Materiality of Events is aimed at providing guidelines to the management of the Company to determine the materiality of events or information, which could affect investment decisions and ensure timely and adequate dissemination of information to the Stock Exchange(s).	<a href="https://www.indoco.com/policies/Policy_for_Determination_of_Materiality_of_Events.pdf">https://www.indoco.com/policies/Policy_for_Determination_of_Materiality_of_Events.pdf</a>
<b>Whistle Blower &amp; Vigil Mechanism Policy</b>	This Policy has been formulated with a view to provide a mechanism for directors, employees, other stakeholders of the Company as well as Anonymous Whistle Blowers (in exceptional cases) to approach the Ombudsperson / Chairman of the Audit Committee of the Company.	<a href="https://www.indoco.com/policies/Whistle_Blower_and_Vigil_Mechanism.pdf">https://www.indoco.com/policies/Whistle_Blower_and_Vigil_Mechanism.pdf</a>
<b>Policy for determining material subsidiary</b>	This Policy aims to determine the Material Subsidiaries of the Company and to provide the governance framework for such subsidiaries.	<a href="https://www.indoco.com/policies/Policy_for_Determining_Material_Subsidiaries.pdf">https://www.indoco.com/policies/Policy_for_Determining_Material_Subsidiaries.pdf</a>
<b>Risk Management Policy</b>	The Policy aims to communicate the Company's common and systematic approach to managing risk.	<a href="https://www.indoco.com/policies/Risk_Management_Policy.pdf">https://www.indoco.com/policies/Risk_Management_Policy.pdf</a>

<i>Name of the Policy</i>	<i>Brief Description</i>	<i>Web link</i>
<b>Policy on Materiality and Dealing with Related Party Transactions</b>	The Policy regulates all transactions between the Company and its related parties.	<a href="https://www.indoco.com/policies/Policy_on_Materiality_of_Related_Party_Transactions.pdf">https://www.indoco.com/policies/Policy_on_Materiality_of_Related_Party_Transactions.pdf</a>
<b>Corporate Social Responsibility Policy</b>	This Policy aims to strategically draw the guiding principles for selection, implementation and monitoring of CSR activities as well as formulation of the annual action plan by the Board of the Company, after taking into account the recommendations of its CSR Committee.	<a href="https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf">https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf</a>
<b>Familiarization Program for Independent Directors</b>	Familiarization Program aims to familiarize the Independent Directors with the Company, their roles, rights and responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. through various initiatives that would facilitate their active participation in managing the Company.	<a href="https://www.indoco.com/policies/Familiarization_programme_for_independent_directors.pdf">https://www.indoco.com/policies/Familiarization_programme_for_independent_directors.pdf</a>
<b>Nomination and Remuneration Policy</b>	This Policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the directors, Key Managerial Personnel, senior management and other employees.	<a href="https://www.indoco.com/policies/Nomination_and_Remuneration_Policy.pdf">https://www.indoco.com/policies/Nomination_and_Remuneration_Policy.pdf</a>
<b>Policy on diversity of Board of Directors</b>	This Policy sets out the approach to diversity on the Board of the Company.	<a href="https://www.indoco.com/policies/Policy_on_Diversity_of_Board_of_Directors.pdf">https://www.indoco.com/policies/Policy_on_Diversity_of_Board_of_Directors.pdf</a>
<b>Policy for Orderly Succession for Appointments to the Board and Senior Management</b>	This Policy aims that investors do not suffer due to sudden or unplanned gaps in leadership.	<a href="https://www.indoco.com/policies/Policy_for_Orderly_Succession.pdf">https://www.indoco.com/policies/Policy_for_Orderly_Succession.pdf</a>
<b>Board Evaluation Policy</b>	The Policy has been framed with an objective to ensure individual directors of the Company and the Board as a whole, work efficiently and effectively in achieving their functions, for the benefit of the Company and its stakeholders.	<a href="https://www.indoco.com/policies/Board-Evaluation-Policy.pdf">https://www.indoco.com/policies/Board-Evaluation-Policy.pdf</a>

<i>Name of the Policy</i>	<i>Brief Description</i>	<i>Web link</i>
<b>"The Code of Conduct for Prevention of Insider Trading" and the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information"</b>	This Code provides framework for dealing with the securities of Company in mandated manner.	<a href="https://www.indoco.com/policies/Insider_Trading_Code.pdf">https://www.indoco.com/policies/Insider_Trading_Code.pdf</a>
<b>Policy for Preservation of Documents</b>	This Policy deals with the retention and archival of corporate records of the Company and all its subsidiaries.	<a href="https://www.indoco.com/policies/policy_for_preservation_of_documents.pdf">https://www.indoco.com/policies/policy_for_preservation_of_documents.pdf</a>
<b>Policy for Archival of Website Information</b>	This Policy provides the guiding principles for the archival and storage of the Company's website information	<a href="https://www.indoco.com/policies/policy_for_archival_of_website_informations.pdf">https://www.indoco.com/policies/policy_for_archival_of_website_informations.pdf</a>

### **CORPORATE SOCIAL RESPONSIBILITY**

In compliance with the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors have constituted a Corporate Social Responsibility (CSR) Committee. The details of membership of the Committee and the meetings held are detailed in the Corporate Governance Report, forming part of this Annual Report. The CSR Policy of the Company is available on the website of the Company and can be accessed through the web link: [https://www.indoco.com/policies/Corporate\\_Social\\_Responsibility\\_Policy.pdf](https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf)

The Annual Report on CSR activities containing details of expenditure incurred by the Company and brief details on the CSR activities are provided in "**Annexure C**" to this Board's Report.

The Board has accorded its consent to set off the excess amount spent by the Company on its CSR Activities against the requirement to spend in any subsequent year(s) in terms of Section 135 of the Act.

### **WHISTLE BLOWER POLICY / VIGIL MECHANISM**

To create enduring value for all stakeholders and ensure the highest level of honesty, integrity and ethical behaviour in all its operations, the Company has adopted a Whistle Blower & Vigil Mechanism Policy. Further details on vigil mechanism of the Company are provided in the Corporate Governance Report, forming part of this Report.

### **INTERNAL FINANCIAL CONTROLS**

The Company has an Internal Control System, commensurate with the size of its operations. The Internal Audit department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report, significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

The Company's Internal Auditor also monitors and evaluates the internal control system and submits Quarterly Reports which are placed before the Audit Committee of the Board.



## RISK MANAGEMENT

The Board of Directors has constituted a Risk Management Committee which reviews key risk elements of the Company's business, finance, operations and compliance. The Risk Management Committee also assesses the adequacy of mitigation plans to address such risks. The Corporate Governance Report, which forms part of this report, contains the details of Risk Management Committee of the Company.

Risk Management Committee has formulated and implemented Risk Management Policy in compliance with the provisions of the Act and SEBI Listing Regulations. The policy helps to identify the various elements of risks faced by the Company, which in the opinion of the Board threatens the existence of the Company. The Risk Management Policy can be accessed on the Company's website at [https://www.indoco.com/policies/Risk\\_Management\\_Policy.pdf](https://www.indoco.com/policies/Risk_Management_Policy.pdf)

## AUDITORS

### Statutory Auditor

Pursuant to Section 139 of the Act, rules made there under, the Board of Directors on the recommendation of the Audit Committee re-appointed M/s Gokhale & Sathe, a Firm of Chartered Accountants, (Firm Registration No. 103264W), as the Statutory Auditors of the Company for the further period of five financial years from the conclusion of 75<sup>th</sup> Annual General Meeting till the conclusion of the 80<sup>th</sup> Annual General Meeting of the Company to be held in the year 2027. Further the shareholders' approval has been accorded in the 75<sup>th</sup> AGM held on September 22, 2022.

### Statutory Audit Report

During the financial year 2022-2023 no fraud has occurred, noticed and/or reported by the Statutory Auditors under Section 143(12) of the Act read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time).

The Auditor's Report for the financial year ended March 31, 2023, does not contain any qualifications, reservations, adverse remarks or disclaimers and has been issued with an unmodified opinion, by the Statutory Auditors.

### Secretarial Auditor

In terms of Section 204 of the Act, the Board of Directors has re-appointed CS Ajit Sathe- Proprietor of M/s A. Y. Sathe & Co. Company Secretaries in Practice (FCS 2899/COP 738) to undertake the Secretarial Audit of the Company for the financial year 2023-2024.

### Secretarial Audit Report

The Secretarial Audit was carried out by M/s A. Y. Sathe & Co., Company Secretaries in Practice (FCS 2899/COP 738) for the financial year 2022-2023. The Report given by the Secretarial Auditor is annexed as "**Annexure D**" and forms integral part of this Board's Report. During the year under review, the Secretarial Auditor had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3) (ca) of the Act.

There has been no qualification, reservation or adverse remark or disclaimer in their Secretarial Audit Report other than the following:-

1. Stock Exchange intimation for Presentation and the audio/video recordings of post earnings/ quarterly calls for financial quarter ended December 31, 2022 was uploaded at 9:45 a.m. on January 25, 2023 which is not before the next trading day.

2. Separate intimations for transcript of post earnings/ quarterly calls for financial quarter ended March 31, 2022 and financial quarter ended June 30, 2022 were not uploaded on Stock Exchange. It is observed that the intimation to the stock exchanges for audio/video recording also contains transcript of such calls.

Management responses to the observations made by the Secretarial Auditor in the Secretarial Audit Report are dealt as under:

1. The post earnings call for the quarter and nine months ended December 31, 2022 was held on January 24, 2023. The Company uploaded the audio recordings of post earnings calls within 24 hours of the conclusion of the said call, however due to technical issue the Company was unable to upload the said disclosure before next trading day i.e. before 09:00 a.m. on January 25, 2023 and uploaded the disclosure at 09:45 a.m.
2. The Company has given the link of transcript of post earnings call for the quarter ended March 31, 2022 and June 30, 2022 in the intimation sent to the stock exchanges for audio/video recording for the said quarters.

#### **Cost Auditor**

The Company is required to maintain Cost Records as specified by the Central Government under Section 148(1) of the Act and accordingly, such accounts and records are made and maintained by the Company. The Board has re-appointed M/s Joshi Apte & Associates, Cost Accountants, (Firm's Registration No. 00240) as Cost Auditor of the Company for conducting Cost Audit of your Company for the financial year 2023-2024 at a remuneration of ₹ 1,80,000/- per annum. As required under the Act, the remuneration payable to the Cost Auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s Joshi Apte & Associates, Cost Auditors for financial year 2023-2024 is included at Item No. 4 of the Notice convening the Annual General Meeting.

#### **LOANS, GUARANTEES & INVESTMENTS**

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY TRANSACTIONS**

All contracts/ arrangements/ transactions entered by the Company during the year under review with the related parties were in the ordinary course of business and on an arm's length basis.

There were no materially significant related party transactions entered by the Company which may have a potential conflict with the interest of Company.

All related party transaction(s) are first placed before Audit Committee for approval and thereafter such transactions are also placed before the Board for seeking their approval. Prior approval of the Audit Committee is obtained on a yearly basis specifying the upper ceiling as to amount for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the prior approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

Particulars of contracts or arrangements or transactions with related party referred to in section 188 of the Act, in the prescribed form AOC-2, is provided as "**Annexure E**" to this Board's Report.

The details of Related Party Transactions, as required pursuant to respective Indian Accounting Standards, have been stated in Note No. 52 to the Standalone Audited Financial Statement of Company forming part of this Annual Report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, is provided as “Annexure F” to this Board’s Report.

### **SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards as amended from time to time.

### **ANNUAL RETURN**

The Annual Return as required under sub-section (3) of Section 92 of the Act in form MGT-7 is made available on the website of the Company and can be accessed at <https://www.indoco.com/inv-extract-of-annual-return.asp>.

### **CORPORATE GOVERNANCE REPORT**

Report on Corporate Governance and Certificate of the Statutory Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated in Part C of Schedule V of the SEBI Listing Regulations, are provided in a separate section and forms part of this Annual Report.

### **BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

Pursuant to Regulation 34(2)(f) of the SEBI Listing Regulations and SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/562 dated May 10, 2021, your Company provides the prescribed disclosures in new reporting requirements on Environmental, Social and Governance parameters called the Business Responsibility and Sustainability Report (“BRSR”) which includes performance against the nine principles of the National Guidelines on Responsible Business Conduct and the report under each principle. The BRSR is provided in a separate section and forms part of this Annual Report.

### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

There are no significant and material orders passed by the regulators or courts or tribunals which impact the going concern status and Company’s operations in future.

### **PREVENTION OF SEXUAL HARASSMENT**

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 have been provided in the Report on Corporate Governance, which forms part of this Annual Report.

## DEPOSITS

During the year under review, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as “Deposits” in terms of Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

## OTHER DISCLOSURES

- During the year under review, your Company has not issued shares with differential voting rights and sweat equity shares.
- During the year under review, there was no application made and proceeding initiated/pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company. As on the date of this report, there is no application or proceeding pending against your Company under the Insolvency and Bankruptcy Code, 2016.
- During the year under review, there was no one-time settlement entered into with any Bank or financial institutions in respect of any loan taken by the Company.

## CAUTIONARY STATEMENT

Statements in this Report, particularly those which relate to Management Discussion and Analysis Report, describing the Company’s objectives, projections, estimates and expectations may constitute ‘forward looking statements’ within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the circumstances.

## ACKNOWLEDGEMENTS

Your Directors wish to thank all stakeholders, employees, business partners, Company’s bankers, medical professionals and business associates for their continued support and valuable cooperation.

The Directors also wish to express their gratitude to investors for the faith that they continue to repose in the Company.

For and on behalf of the Board of Directors  
Indoco Remedies Limited  
Sd/-

**Suresh G Kare**  
*Chairman*

DIN: 00179220

Place : Mumbai  
Date : May 23, 2023

## Annexure A to the Directors' Report

Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies  
(Accounts) Rules, 2014)

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/  
Joint Ventures

### Part (A) : Information on Subsidiaries

(₹ in Lakhs)

CIN / Registration	U93000MH1995PTC086174	4472152	13906909	U24304MH2022PTC384184
Name of the Subsidiary	Xtend Industrial Designers and Engineers Private Limited	Indoco Remedies Czech sro	Indoco Remedies UK Limited	Warren Remedies Private Limited*
The date since when subsidiary was acquired/ incorporated	March 19, 2018	March 26, 2019	February 10, 2022	June 07, 2022
Reporting period for the subsidiary	April 01, 2022 to March 31, 2023	April 01, 2022 to March 31, 2023	April 01, 2022 to March 31, 2023	June 07, 2022 to March 31, 2023
Reporting Currency	INR	Czech Crown	GBP	INR
Exchange rate as on March 31, 2023	Not Applicable	1 Czech Crown = ₹ 3.7965	1 GBP = ₹ 101.3269	Not Applicable
Share Capital (including Preference Share Capital)	202.70	0.00	0.10	500.00
Reserves and Surplus	163.29	(1.06)	-	-
Total Assets	394.84	1.93	0.10	1,857.96
Total Liabilities	394.84	1.93	0.10	1,857.96
Investments	-	-	-	-
Turnover	192.15	0.40	-	-
Profit / (Loss) before Taxation	120.06	0.11	-	-
Provision for Taxation	31.21	-	-	-
Profit/(Loss) after Taxation	88.85	0.11	-	-
Proposed Dividend	-	-	-	-
% of shareholding	100%	100%	100%	100%

\* Incorporated effective June 07, 2022

- Reporting period of the subsidiaries is the same as that of the Company.
- Names of subsidiaries which are yet to commence operations: **Warren Remedies Private Limited**
- Names of subsidiaries which have been liquidated or sold during the year: **None**

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN: 00179113

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN: 00176613

Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593

Place : Mumbai  
Date : May 23, 2023

## Annexure A to the Directors' Report

### Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

#### Part (B): Associates and Joint Ventures

Name of Associate	Latest Audited Balance Sheet Date	Date on which the Associate associated or acquired	Shares of Associate held by the Company on March 31, 2023		Net Worth (₹ In Lakhs)	Description of how there is significant influence	Reason why the associate is not consolidated	Profit/Loss for the year	
			No.	Amount of Investment in Associates				Extent of Holding%	Considered in Consolidation
Jalansar Wind Energy Private Limited	March 31, 2023	October 31, 2022	5,76,000	57,60,000	201.91	Due to percentage of Shareholding	Refer Note 1	Not Applicable	Not Applicable
Kanakal Wind Energy Private Limited	March 31, 2023	October 31, 2022	8,64,000	86,40,000	308.11	Due to percentage of Shareholding	Refer Note 1	Not Applicable	Not Applicable

Note 1:- Jalansar Wind Energy Private Limited and Kanakal Wind Energy Private Limited which are associates as per the Companies Act, 2013 have not been classified as an associate as per IND AS and hence they are not considered for Consolidation

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN: 00179113

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN: 00176613

Sd/-  
**Pramod Chorpade**  
Chief Financial Officer

Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Place : Mumbai  
Date : May 23, 2023

## Annexure-B to the Directors' Report

### Disclosure of Managerial Remuneration

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-2023 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-2023 are as under:

Sl. No	Name of Director and Key Managerial Personnel	Designation	Ratio of Remuneration of each Director to median remuneration of employees	Increase/ (decrease) in Remuneration in the FY23 (in percentage)
1	Mr. Suresh G Kare	Chairman & Whole-time Director	154.05	10.22
2	Ms. Aditi Panandikar	Managing Director	211.24	47.99
3	Mr. Sundeeep V Bambolkar	Jt. Managing Director	187.13	40.01
4	Dr. Anand M Nadkarni	Non-Executive and Non-Independent Director	Not Applicable <sup>(a)</sup>	Not Applicable <sup>(a)</sup>
5	Mr. Rajiv P Kakodkar	Non-Executive Independent Director	Not Applicable <sup>(a)</sup>	Not Applicable <sup>(a)</sup>
6	Mr. Divakar M Gavaskar	Non-Executive Independent Director	Not Applicable <sup>(a)</sup>	Not Applicable <sup>(a)</sup>
7	Mr. Abhijit Y Gore	Non-Executive Independent Director	Not Applicable <sup>(a)</sup>	Not Applicable <sup>(a)</sup>
8	Dr. (Ms.) Vasudha V Kamat	Non-Executive Independent Director	Not Applicable <sup>(a)</sup>	Not Applicable <sup>(a)</sup>
9	Mr. Pramod Ghorpade	Chief Financial Officer	Not Applicable	Refer Note 1
10	Mr. Jayshankar Menon	Company Secretary & Compliance Officer	Not Applicable	Refer Note 2
11	Mr. Ramanathan Hariharan	Company Secretary & Compliance Officer	Not Applicable	Refer Note 3

- (a) Remuneration to Non-Executive Directors consists only of sitting fees and is based on the number of meetings attended during the year.

**Note:-**

- Mr. Pramod Ghorpade was appointed as Chief Financial Officer of the Company, w.e.f. November 02, 2021. Hence, his remuneration for last financial year was not comparable.
- Mr. Jayshankar Menon retired as a Company Secretary & Compliance Officer of the Company w.e.f. November 30, 2022. Hence, his remuneration is not comparable.
- Mr. Ramanathan Hariharan was appointed as a Company Secretary & Compliance Officer of the Company w.e.f. December 01, 2022. Hence, his remuneration is not comparable.

- ii. **The percentage increase in the median remuneration of employees in the FY23:- 7.36%**
- iii. **The number of permanent employees on the rolls of the Company (on standalone basis) as on March 31, 2023:- 6,101**
- iv. **Average percentile increase 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 and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year ending March 31, 2023 was 10.07% and the average increase in the remuneration of the managerial personnel (i.e. Whole time Director & Managing Directors) was 32.74%.

- v. **It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.**

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-  
**Suresh G Kare**  
*Chairman*

DIN: 00179220

Place : Mumbai  
Date : May 23, 2023



**Annexure-C**  
**to the Directors' Report**  
**Annual Report on Corporate Social Responsibility (CSR) Activities**

**1. A brief outline on CSR Policy of the Company:**

It is the Company's intent to make a positive difference to the underprivileged members of the society. Corporate Social Responsibility is the responsibility of the corporate entity towards the society in consideration of the support given and sacrifices made by the society, by sharing part of the Company's profits.

Indoco Remedies Limited, strongly believes that reaching out to the underserved communities is part of Indoco's commitment to the society. The Company believes in transcending business interests and grappling with the "quality of life" challenges that the underserved communities face and are working towards making a meaningful difference to them.

The Company's mission is to improve the quality of human life by enabling people to do more, feel better and live longer. The Company intends to provide resources in terms of financial aid, medicines, time and equipment to non-profit organizations to focus on programs that are "innovative, sustainable and bring real benefits to those most in need". The Company's philosophy is to target support to selected programs that are innovative, sustainable and that produce tangible results.

The Company intends to lend a helping hand to the underprivileged in the society through the support of women, children and the aged in the areas of health, education, public sanitation etc. Implementing this philosophy in spirit, the Company shall make a positive contribution to the communities in which it operates, and invest in health and education programs and partnerships that aim to bring sustainable improvements to these people.

**2. Composition of the CSR Committee:**

<i>Sl. No.</i>	<i>Name of Director</i>	<i>Designation / Nature of Directorship</i>	<i>Number of meetings of CSR Committee held during the year</i>	<i>Number of meetings of CSR Committee attended during the year</i>
1.	Ms. Aditi Panandikar	Managing Director	2	2
2.	Dr.(Ms.) Vasudha V Kamat	Independent Director	2	2
3.	Mr. Sundeep V Bambolkar	Jt. Managing Director	2	2

**3. Web-Link where composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company:**

The details and the web-links, where such details can be accessed are given hereunder:

<i>Details</i>	<i>Web-Links</i>
Composition of CSR committee	<a href="https://www.indoco.com/aboutus-committee-directors.asp">https://www.indoco.com/aboutus-committee-directors.asp</a>
CSR Policy	<a href="https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf">https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf</a>
CSR Projects	<a href="https://www.indoco.com/csr-projects.asp">https://www.indoco.com/csr-projects.asp</a>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

5. (in ₹ Lakhs)

a.	Average net profit of the Company as per sub-section (5) of section 135.	13,209.66
b.	Two percent of average net profit of the Company as per sub-section (5) of section 135.	264.19
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	Nil
d.	Amount required to be set-off for the financial year, if any.	9.24
<b>e.</b>	<b>Total CSR obligation for the financial year [(b)+(c)-(d)].</b>	<b>254.95</b>

6. a. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):- ₹ 250.45 Lakhs (Other than Ongoing Projects)
- b. Amount spent in Administrative Overheads:- ₹ 4.50 Lakhs
- c. Amount spent on Impact Assessment, if applicable:- Not Applicable
- d. Total amount spent for the financial year [(a)+(b)+(c)].:- ₹ 254.95 Lakhs
- e. CSR amount spent or unspent for the financial year:-

Total Amount Spent for the Financial Year (in ₹ Lakhs)	Amount Unspent (in ₹ Lakhs)				
	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
254.95	Nil	N.A.	N.A.	Nil	N.A.

- f. Excess amount for set-off, if any:

Sl. No	Particulars	Amount (in ₹ Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5)	264.19
(ii)	Amount Available for set-off from previous financial year (2020-2021)	9.77
(iii)	Amount required to be set-off for this financial year, if any.	9.24
(iv)	Total CSR obligation for the financial year [(i)-(iii)]	254.95
(v)	Total amount spent for the financial Year	254.95
(vi)	Excess amount spent for the financial year [(iii)-(i)]	Nil
(vii)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
<b>(viii)</b>	<b>Amount available for set-off in succeeding financial year [(ii)-(iii)]</b>	<b>0.52</b>

7. 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 ₹ Lakhs)	Balance Amount in Unspent CSR account under section 135(6) (in ₹ Lakhs)	Amount spent in the financial year (in ₹ Lakhs)	Amount transferred to a fund as specified under Schedule VII as per second proviso to section 135(5), if any		Amount remaining to be spent in succeeding financial years (in ₹ Lakhs)	Deficiency, if any
					Amount (in ₹ Lakhs)	Date of transfer		
1.	2019-20	N.A.	Nil	92.91	N.A.	N.A.	N.A.	N.A.
2.	2020-21	N.A.	Nil	62.71	N.A.	N.A.	N.A.	N.A.
3.	2021-22	N.A.	Nil	92.87	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>Nil</b>	<b>248.49</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year: No

If Yes, enter the number of Capital assets created/ acquired:- Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the financial year: Not Applicable

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
<b>Not Applicable</b>							

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: - Not Applicable

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-  
**Suresh G Kare**  
*Chairman*  
DIN: 00179220

Sd/-  
**Aditi Panandikar**  
*Managing Director*  
& Chairperson of CSR Committee  
DIN: 00179113

Sd/-  
**Pramod Ghorpade**  
*Chief Financial Officer*

Place : Mumbai

Date : May 23, 2023

**Annexure-D**  
**to the Directors' Report**

**Form No. MR-3**  
**Secretarial Audit Report**  
**For the Financial Year ended March 31, 2023**

*[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 with modifications as deemed necessary, without changing the substance of format given in MR-3]*

To,

**The Members,**

**Indoco Remedies Limited**

Indoco House, 166, CST Road,

Vidyanagari Marg, Kalina, Santacruz (East),

Mumbai – 400098, Maharashtra, India

I, Ajit Y. Sathe, Proprietor of A. Y. Sathe & Co., Practicing Company Secretaries, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Indoco Remedies Limited (CIN - L85190MH1947PLC005913)** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

The Secretarial Audit was conducted on the basis of documents / information / declarations given in e-mail as well as physical verification.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 (**'Audit Period'**) 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2023** according to the provisions of:

- (i) The Companies Act, 2013 (**the Act**) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and by-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 **[Not Applicable as the Company has not issued any further capital under the regulations during the financial year under review];**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **[Not Applicable as the Company has not issued and listed any debt securities during the financial year under review];**
  - (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 as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review];**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **[Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the financial year under review];** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **[Not applicable as the Company has not bought back/ proposed to buy-back any of its securities during the financial year under review];**
- (vi) I have also examined, on test-check basis, the relevant documents and records maintained by the Company according to the following laws applicable specifically to the Company as identified and confirmed by the Management of the Company;
- a) Drugs and Cosmetics Act, 1940.
  - b) Narcotic Drugs and Psychotropic Substances Act, 1985.
  - c) Petroleum Act, 1934.
  - d) The Indian Boilers Act, 1923.

Based on such examination and having regard to the compliance system prevailing in the Company, the Company has complied with the provisions of the above laws during the audit period. I have relied on information / records produced by the Company during the course of my audit and the reporting is limited to that extent.

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, the Company has complied with the provisions of the applicable Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to following:

As required under Clause 15(b)(i) and (ii) of Part A of Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 30 and Regulation 46 (2)(oa)(i) and (ii) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Stock Exchange intimation for Presentation and the audio/video recordings of post earnings/ quarterly calls for financial quarter ended December 31, 2022 was uploaded at 9:45 am on January 25, 2023 which is not before the next trading day.

2. Separate intimations for transcript of post earnings/ quarterly calls for Financial Quarter ended March 31, 2022 and financial quarter ended June 30, 2022 were not uploaded on Stock Exchange. It is observed that the intimation to the stock exchanges for audio/video recording also contains transcript of such calls.

**I further report that -**

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

Adequate notice is 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**I further report** that based on the review of the compliance mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Company Secretary/ functional head and taken on record by the Board of Directors at their meeting(s), 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.

**I further report that,**

During the audit period, there were no instances like:

- (i) Public / Right / Preferential issue of shares / debentures / sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations

This report is to be read with the letter of even date which is annexed as Annexure A and forms an integral part of this report.

**For A. Y. Sathe & Co.**  
*Company Secretaries*

Sd/-

**CS Ajit Sathe**  
*(Proprietor)*

FCS No. 2899

COP No. 738

PR 1585/2021

UDIN: F002899E000342183

Place : Mumbai  
Date : May 23, 2023

## **Annexure A**

**To,  
The Members,  
Indoco Remedies Limited**

**My 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. My responsibility is to express an opinion on these secretarial records based on the audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on the test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I have followed, provide a reasonable basis for the opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I 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 are the responsibility of management. My examination was limited to the verification of procedures on test check 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 A. Y. Sathe & Co.**  
*Company Secretaries*

Sd/-

**CS Ajit Sathe**  
*(Proprietor)*

FCS No. 2899

COP No. 738

PR 1585/2021

UDIN: F002899E000342183

Place : Mumbai  
Date : May 23, 2023

## Annexure-E to the Directors' Report

### Form AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

The Company has not entered into any transaction which is not on arms length basis.

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

Sl. No.	Name (s) of the Related Party	Nature of Relationship	Nature of Contracts/ Arrangements/ Transaction	Duration of the Contracts/ Arrangements/ Transaction	Salient terms of the Contracts or Arrangements or Transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Suresh G Kare (HUF)	Mr. Suresh G Kare, Chairman of the Company is Karta of Suresh G Kare (HUF)	Payment of Godown Rent	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of transactions for the FY23 was ₹ 3,00,000	March 29, 2022	NIL
2	A. K. Services	Ms. Aditi Panandikar, Managing Director of the Company is Partner of the Firm "A. K. Services"	Payment of Commission & Brokerage	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of transactions for the FY23 was ₹ 1,05,93,550	March 29, 2022 & January 24, 2023	NIL
			Payment of Export Godown Operating Expenses	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of transactions for the FY23 was ₹ 25,48,800	March 29, 2022	NIL
			Payment of Interest on Security Deposit	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of transactions for the FY23 was ₹ 70,000	March 29, 2022	NIL



Sl. No.	Name (s) of the Related Party	Nature of Relationship	Nature of Contracts/ Arrangements/ Transaction	Duration of the Contracts/ Arrangements/ Transaction	Salient terms of the Contracts or Arrangements or Transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
3	Xtend Industrial Designers and Engineers Private Limited	Wholly Owned Subsidiary	Availing of Consultancy Services	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of transactions for the FY23 was ₹ 3,27,09,092	March 29, 2022 & January 24, 2023	NIL
4	Warren Remedies Private Limited	Wholly Owned Subsidiary	Providing of Inter Corporate Loan	Yearly	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of the loan given for the FY23 was ₹ 3,20,00,000	June 07, 2022	NIL
5	Madhura Ramani	Ms. Madhura Ramani is daughter of Mr. Suresh G Kare, Chairman of the Company and sister of Ms. Aditi Panandikar, Managing Director of the Company	Holding of office or place of profit	On-going	The related party transactions entered during the year were in ordinary course of business and on an arm's length basis. The aggregate amount of remuneration paid for Holding of office or place of profit in the Company for the FY23 was ₹ 34,69,581	June 07, 2022	NIL

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-  
**Suresh G Kare**  
Chairman  
DIN: 00179220

Place : Mumbai  
Date : May 23, 2023

**Annexure-F**  
**to the Directors' Report**

**Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**  
**(Particulars pursuant to Rule 8(3) of the Companies (Account) Rules, 2014)**

**A. Conservation of Energy**

**a. Steps taken or impact on conservation of energy:**

- i. Installation of LED lamps in various departments to save electricity.
- ii. Replaced DX units of HVAC with chilled water system to save electricity.
- iii. Installation of SCADA for temperature and humidity control in all warehouses, which controls the consumption of utility.
- iv. Installation of solar system for hot water generation.
- v. Replacement of Reciprocating and vapour absorption chiller with screw chiller to save electricity and maintenance cost.

**b. Steps taken by the Company for utilizing alternate sources of energy:**

- i. Installation of open access solar system to generate electricity for plant operation.
- ii. Installation of rain harvesting system to save rainwater.
- iii. Zero liquid discharge system (ZLD) was installed to recover waste water and reuse it for industrial purposes.
- iv. Replacement of Energy Efficient Cooling Tower with an old Cooling tower for Air Conditioners, Air Compressors & Process Equipment.

**c. The capital investment on energy conservation equipment: ₹ 4 Crores**

**d. Total energy consumption and energy consumption per unit of production:**

**Power and Fuel Consumption**

<i>Particulars</i>	<i>2022-23</i>	<i>2021-22</i>
<b>1) Electricity</b>		
a) Purchased Units (₹ in lakhs )	<b>491.20</b>	452.74
Total Amount (₹ lakhs)	<b>3,772.90</b>	3,160.43
Rate/Unit (₹)	<b>7.68</b>	6.98
b) Own generation		
i) Through diesel generator		
Units (KWH'000)	<b>1,453.78</b>	1,448.57
Units per ltr of diesel oil (KWH)	<b>3.13</b>	3.02
Rate/Unit (₹)	<b>28.75</b>	28.75
ii) through steam turbine/generator		
Units (Kilo Liters)	<b>Nil</b>	Nil
Units per ltr of fuel oil/gas (Lakhs)	<b>Nil</b>	Nil
Cost/Unit (₹)	<b>Nil</b>	Nil
iii) through Boiler generator		
Cost/Unit (₹)	<b>Nil</b>	Nil
<b>2) Coal</b>	<b>Nil</b>	Nil
Qty		
Total Cost		
Average rate		
<b>3) Furnace Oil</b>		
Qty (Kilo litres)	<b>1,391.42</b>	1,429.66
Total Amount (₹ Lakhs)	<b>763.35</b>	709.51
Average rate (₹)	<b>54.86</b>	49.63
<b>4) Others/internal generation</b> (briquettes, cashew seeds, etc.)		
Quantity	<b>-</b>	-
Total Cost (₹ Lakhs)	<b>332.72</b>	246.43
Rate/Units	<b>-</b>	-

### **Consumption per unit of production**

On account of the manufacture of products with varied pack size/units of measures, it is not practicable to express the consumption of power per unit of production.

## **B. Technology Absorption**

### **a. Efforts made in Technology absorption:**

#### **Research and Development (R&D)**

**‘Our Research and development is an expression of our commitment towards excellence through innovation’**

R&D is imperative for any Pharmaceutical Company's future. The Company's focus is to develop differentiated generics & innovative speciality products for strengthening our global specialty pipeline. It is a key determinant of the future growth and profitability of the specialty initiative. The aim of the Company's R&D strategy is to pursue new discovery and development approaches in our core disease segments, to provide effective, quality and affordable treatment options for patients.

Indoco's R&D Centre located at Rabale, Navi Mumbai has a team of 400+ experienced young enthusiastic Doctorates, Post Graduates and Graduates in Pharmacy and Chemistry involved in the Research and Development of Active Pharmaceutical Ingredients (API) as well as Finished Dosage Forms (F&D).

#### **Specific areas in which Research and Development are carried out by the Company are:**

The Chemical Research Department (CRD) works on chemical synthesis, process chemistry, designing of non-infringing processes and scale up of APIs.

The Finished Dosages Research (F&D) is currently involved in development of various dosage forms like immediate release tablets, capsules, multi-unit Pellet Systems (MUPS), Pulsatile drug delivery systems, Sterile Ophthalmic Ointments, Ophthalmic Gels, Suspensions and Solutions, Extended release tablets with matrix technology, Complex ophthalmic products like emulsions and nano suspensions as well as a range of injectable solutions, suspensions and depot based long acting injectables.

Innovative products for domestic market were introduced in oral care category with unique features.

Indoco continues to file many patents every year to protect its intellectual property in markets of interest. The Intellectual Property Rights (IPR) Cell is actively involved in filing and prosecution of Patent applications in different territories. It is well equipped with different patent search tools and has access to various scientific journals. Indoco received the best Composition Patent Awards in 2021-2022 for 4 Indian formulation Patents and for one International Patent.

Regulatory submissions are done in highly regulated as well semi-regulated countries like the US, Europe, Canada, Australia, South Africa, New Zealand and WHO-Geneva. Indoco has secured ANDA Approval for Lacosamide Tablets on the Day of patent expiry enabling a Day 1 launch in the US market. The ANDA for Lacosamide Injection is the first generic of Vimpat® Injection of UCB Inc., approved in the United States. Post approval of the ANDA for Lacosamide Injection, the product was launched immediately in the US market. A total of 5 ANDAs in US have been approved and 8 marketing authorizations have been granted in EU and UK.

The Company has successfully developed bioequivalent formulations for anti-malarial combination products with very high in-vivo variability and has several more anti-malarial products under development pipeline. Two dossiers for anti-malarial drug products have been submitted to WHO Geneva.

The state-of-the-Art R&D infrastructure is equipped with latest and sophisticated analytical instrumentation and software. Several studies on Extractable and Leachable for injectable as well as for ophthalmics are undertaken in this facility. Studies on Elemental impurities, as per ICH Q3D, which is now mandatory for regulatory submissions are also performed using advanced instrumentation. Identification of unknown impurities and its characterization is also routinely performed in the analytical laboratory.

With a strong technical team in place, Indoco is a partner-of-choice for several large pharmaceutical companies across the globe for co-development and for site transfer projects of ophthalmic, injectable, solid and liquid dosage forms as well as topical products.

**b. Benefits derived as a result of above efforts are**

- Creation of the Company's own intellectual property, which can be exploited commercially.
- Preventing competitors from blocking ideas for Novel manufacturing processes.
- R&D efforts give an edge over competitors in the market in terms of early entry and better pricing.
- The ability to develop difficult-to-make, complex APIs by using the latest technologies is the key differentiating factor of our research.
- The Company's patent portfolio consists of

<i>Particulars</i>	<i>Granted Patents</i>	<i>Patent Application</i>
Formulation	22	41
API	28	72
<b>Total</b>	<b>50</b>	<b>113</b>

**c. Technology absorption, adaptation and innovation:**

During the year, Process Development for the following APIs were successfully implemented:

- i. **Lacosamide:** Cost effective process development, technology transfer and scale up validation completed at Patalganga site with batch size increased from 18 to 105 Kg. CEP filed, and CEP approval received.
- ii. **Dorzolamide HCl:** Cost effective process development, technology transfer and scale up validation completed at Patalganga site with batch size increased from 14 to 50 Kg. CEP and US DMF approval received.
- iii. **Rivaroxaban:** New product process development, technology transfer and batch scale validation completed in Kilolab. CEP filed, it is under review with EDQM. This product is scaled up at Patalganga and performance qualification batches are under manufacturing.
- iv. **Doxylamine Succinate:** New product development completed in R&D lab. Tech Pack is ready for site transfer.
- v. **Sitagliptin Hydrochloride, Sitagliptin Phosphate, Sugammadex, Rufinamide** etc. new products are under development in R&D.
- vi. Outsourcing activity started at Tesla Chemical, Ankaleshwar Gujarat. Intermediate manufacturing of Lacosamide (intermediate stage-2) completed and AMDA manufacturing started.

**d. Future plan of action**

- Development of APIs for vertically integrated products.
- Development of complex injectables and ophthalmic products.
- Indoco is actively working on 505 (b)(2) products.
- Commercialization of several generic injectable and solid orals for the US and EU market.
- Indoco's CRO supports many pharmaceutical companies in conducting BA/BE studies. It aims to conduct Clinical end point studies going forward.
- Indoco Analytical Services intends to expand its base in Southern part of India supporting other Pharma companies by offering value added services for Isolation and Characterization of Impurities, extractable & leachable studies, XRD studies.

**e. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:**

- |      |  |      |
|------|--|------|
| i.   | The details of technology imported   | None |
| ii.  | The year of import   | N.A. |
| iii. | Whether the technology been fully absorbed   | N.A. |
| iv.  | If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | N.A. |

**f. Expenditure on Research and Development:**

<i>Sl. No.</i>	<i>Particulars</i>	<i>2022-2023 (in ₹ Crores)</i>	<i>2021-2022 (in ₹ Crores)</i>
i.	Capital	<b>21.40</b>	15.55
ii.	Recurring	<b>80.97</b>	74.64
iii.	Total	<b>102.37</b>	90.21
iv.	Total R&D expenditure as a % of total Gross Sales (Net of Returns)	<b>6.20%</b>	6.00%

**C. Foreign Exchange Earnings and Outgo**

Total foreign exchange earnings and outgo are as follows:

<i>Sl. No.</i>	<i>Particulars</i>	<i>2022-2023 (in ₹ Crores)</i>	<i>2021-2022 (in ₹ Crores)</i>
i.	Total foreign exchange earned	<b>791.88</b>	656.45
ii.	Total foreign exchange outgo	<b>191.73</b>	161.27

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-

**Suresh G Kare**

*Chairman*

DIN: 00179220

Place : Mumbai  
Date : May 23, 2023

## Report on Corporate Governance for the year ended March 31, 2023

### INDOCO'S PHILOSOPHY ON CODE OF GOVERNANCE

Indoco fully subscribes to the principles and spirit of Corporate Governance. The Company has adopted transparency, disclosure, accountability and ethics as its business practices. The management believes that these principles will enable it to achieve the long-term objectives and goals. As part of its Corporate Governance philosophy, Indoco focuses its energies in safeguarding the interests of its stakeholders by utilizing its resources for maximum benefits.

The Company constantly reviews its Corporate Governance policy to not only comply with the business, legal and social framework in which it operates but also to implement the best international practices in that regard.

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and the report contains the details of Corporate Governance systems and processes at Indoco Remedies Limited. There are no non-compliances of any requirements of Corporate Governance Report, as per sub-paras (2) to (10) of Schedule V Part C of the SEBI Listing Regulations.

### BOARD OF DIRECTORS

#### Composition and Size:

The Company's policy is to have a proper blend of Executive and Non-Executive Directors to maintain independence of the Board and at the same time separate Board's functions of governance from management. As at March 31, 2023 in compliance with Regulation 17 of the SEBI Listing Regulations, the Company's Board of Directors headed by its Chairman - Mr. Suresh G Kare, comprises of seven Other Directors, out of which four Directors are Independent Non-Executive Directors. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies. The Board confirms that the Independent Directors fulfil the conditions specified in the SEBI Listing Regulations and that they are Independent of the management.

The day-to-day management of the Company is conducted by the Chairman, Managing Director and Joint Managing Director subject to the supervision, direction and control of the Board of Directors.

The Directors are not related to each other in terms of the definition of "relative" under the Companies Act, 2013 ("**Act**"), except Ms. Aditi Panandikar, Managing Director who is the daughter of Mr. Suresh G Kare, Chairman.

**The Composition of the Board of Directors, the number of other Directorships and Committee positions held by each Director as on March 31, 2023 is as under:**

Name of Director	Category of Directorship	Number of other Directorship		Number of Chairmanship/ Membership in Committees of other Companies **	
		Of Indian Public Limited Companies	Of other Companies*	Chairman	Member
Mr. Suresh G Kare	Promoter & Chairman	1	2	Nil	Nil
Ms. Aditi Panandikar	Promoter & Managing Director	Nil	3	Nil	Nil
Mr. Sundeep V Bambolkar	Joint Managing Director	Nil	3	Nil	Nil
Mr. Divakar M Gavaskar	Independent Non-Executive	Nil	Nil	Nil	Nil
Mr. Rajiv P Kakodkar	Independent Non-Executive	1	Nil	Nil	Nil
Dr. (Ms.) Vasudha V Kamat	Independent Non-Executive	Nil	Nil	Nil	Nil
Mr. Abhijit Y Gore	Independent Non-Executive	Nil	3	Nil	Nil
Dr. Anand M Nadkarni	Non-Executive	Nil	1	Nil	Nil

\* Include Directorships in Private Limited / Section 8 Companies.

\*\* Represents Membership/Chairmanship of Audit Committee / Stakeholders Relationship Committee/Nomination and Remuneration Committee/ CSR Committee in other Companies.

**Names of the listed entities where the person is a director and the category of directorship:**

Name of Director	Name of Listed entity	Category of Directorship
Mr. Rajiv P Kakodkar	Vasundhara Rasayans Limited (CIN:L24110TG1987PLC007242)	Independent Non- Executive

**Note:**

- None of the Directors of the Company were members of more than 10 committees or acted as Chairperson of more than 5 committees across all Public Limited Companies in which they were Directors in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- None of the Independent Directors of the Board served as an Independent Director in more than 7 listed entities.
- None of the Directors held directorship in more than 7 listed entities.
- None of the Whole Time Director / Managing Director served as an Independent Director in more than 3 listed entities.

Brief profiles of all the Directors are available on the website of the Company at <https://www.indoco.com/aboutus-directors.asp>

**Board Meetings:**

During the financial year 2022-2023, **Six (6)** meetings of the Board of Directors of the Company were held on May 17, 2022, June 07, 2022, August 09, 2022, November 10, 2022, January 24, 2023 and March 29, 2023. The intervening gap between the meetings were within the period prescribed under the Act and SEBI Listing Regulations. All material information was circulated to the Directors before the meeting, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of Sub- Regulation 7 of Regulation 17 of SEBI Listing Regulations.

The Company has proper systems to enable the Board to periodically review compliance reports of all laws applicable to the Company, as prepared by the Company as well as steps taken by the Company to rectify instances of non-compliance on a quarterly basis.

The following Independent Non-Executive Directors held equity shares of the Company as on March 31, 2023.

Mr. Rajiv P Kakodkar	12,000
Mr. Abhijit Y Gore	5,000

**Attendance of each Director at the Board Meetings held in financial year 2022-2023 and at the last Annual General Meeting of the Company:**

<i>Name of the Director</i>	<i>No. of Board Meetings held during the year</i>	<i>No. of Board Meetings attended</i>	<i>Attendance at the last AGM held on 22/09/2022</i>
Mr. Suresh G Kare	6	6	Present
Ms. Aditi Panandikar	6	6	Present
Mr. Sundeep V Bambolkar	6	6	Present
Mr. Divakar M Gavaskar	6	6	Present
Mr. Rajiv P Kakodkar	6	6	Present
Dr. Anand M Nadkarni	6	6	Present
Dr. (Ms.) Vasudha V Kamat	6	6	Present
Mr. Abhijit Y Gore	6	6	Present

**Skills/Expertise/ Competence of the Board of Directors of the Company:**

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values), major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.
- ii) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
- iii) Business Strategy, Sales and Marketing, Corporate Governance, Administration, Decision Making.
- iv) Financial and Management skills.
- v) Technical / Professional skills and specialized knowledge in relation to Company's business.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

**COMMITTEES OF THE BOARD**

Currently, the Board has the following Committees

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

The Board decides the terms of reference of these Committees.



**a) Audit Committee:**

**Composition:**

The Audit Committee comprises of following Five (5) members:

1. Mr. Divakar M Gavaskar – Chairman (Independent Director)
2. Mr. Rajiv P Kakodkar – Member (Independent Director)
3. Dr. (Ms.) Vasudha V Kamat – Member (Independent Director)
4. Mr. Abhijit Y Gore – Member (Independent Director)
5. Mr. Sundeep V Bambolkar - Member (Jt. Managing Director)

**Terms of reference:**

The terms of reference of the Audit Committee are wide covering the matters specified under Regulation 18 of the SEBI Listing Regulations and the provisions contained in Section 177 of the Act and they can be broadly stated as follows:

- a. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are true and fair.
- b. Recommending to the Board, the appointment, re-appointment of the statutory auditors, fixation of audit fees and fees for other services.
- c. Reviewing with the management the quarterly financial statements before submission to the Board for approval.
- d. Reviewing the adequacy of internal control systems and internal audit function 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.
- e. Discussing with internal auditors any significant findings and follow-up thereon.
- f. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal financial control systems of a material nature and reporting the matter to the Board.
- g. Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- h. 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.
- i. Scrutiny of corporate loans and investments.
- j. Approval or subsequent modification of transactions with related parties.
- k. Valuation of the undertaking or asset of the company wherever it is necessary.
- l. Monitoring the end use of funds raised through public offers and related matters.
- m. Review of functioning of whistle blower policy.
- n. In addition to the above, all items listed in Regulation 18 of the SEBI Listing Regulations.

**Recommendations by the Audit Committee:**

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

**Meetings and Attendance:**

During the financial year 2022-2023, **Six (6)** Audit Committee Meetings were held on May 17, 2022, June 07, 2022, August 09, 2022, November 10, 2022, January 24, 2023 and March 29, 2023. The attendance of the Members of the Committee at the said Meetings were as follows:

<i>Name of the Director</i>	<i>No. of Audit Committee Meetings held during the year</i>	<i>No. of Audit Committee Meetings attended</i>
Mr. Divakar M Gavaskar	6	6
Mr. Rajiv P Kakodkar	6	6
Dr. (Ms.) Vasudha V Kamat	6	6
Mr. Abhijit Y Gore	6	6
Mr. Sundeep V Bambolkar	6	6

The intervening gap between the meetings was within the period prescribed under the Act and SEBI Listing Regulations.

Mr. Ramanathan Hariharan, Company Secretary, acts as the Secretary of the Committee.

The Statutory Auditor of the Company was present at four (4) audit committee meetings held during the year under review.

The Chairman of the Audit Committee was present at the last Annual General Meeting held on September 22, 2022.

**b) Stakeholders Relationship Committee:**

The Stakeholder Relationship Committee comprises of following Three (3) members:

1. Mr. Rajiv P Kakodkar, Chairman (Independent Non-Executive Director)
2. Ms. Aditi Panandikar, Member (Managing Director)
3. Mr. Sundeep V Bambolkar, Member – (Jt. Managing Director)

**Terms of reference:**

The terms of reference of the Stakeholder Relationship Committee cover the matters specified under Regulation 20 of the SEBI Listing Regulations and they can be broadly stated as follows:

- a. Looking into the redressal of shareholder's/investors' complaints related to non-receipt of annual report, non-receipt of declared dividends, issue of share certificates, transfer of shares, etc.
- b. Oversee the performance of the Registrars and Share Transfer Agents of the Company and recommends measures for overall improvement of the quality of service.
- c. Review of measures taken for effective exercise of voting rights by shareholders.
- d. Review of the 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.
- e. In addition to the above, all items listed in Regulation 20 of the SEBI Listing Regulations.

**Meetings and Attendance:**

During the financial year 2022-2023, **Four (4)** Stakeholders Relationship Committee Meetings were held on May 17, 2022, August 09, 2022, November 10, 2022 and January 24, 2023. The attendance of the Members of the Committee at the said Meetings were as follows:

Name of the Director	No. of Stakeholders Relationship Committee Meetings held during the year	No. of Stakeholders Relationship Committee Meetings attended
Mr. Rajiv P Kakodkar	4	4
Ms. Aditi Panandikar	4	4
Mr. Sundeep V Bambolkar	4	4

Mr. Ramanathan Hariharan, Company Secretary, acts as the Secretary of the Committee.

Mr. Rajiv P Kakodkar, Non-Executive Independent Director is heading the Committee and Mr. Ramanathan Hariharan, the Company Secretary, is the Compliance Officer under the SEBI Listing Regulations.

The Chairman of the Stakeholder Relationship Committee was present at the last Annual General Meeting held on September 22, 2022.

**Details of Shareholders Complaints:**

Particulars	No. of complaints
Investor complaints pending as at April 01, 2022	-
Investor complaints received during the year ended on March 31, 2023	1
Investor complaints resolved during the year ended March 31, 2023	1
Investor complaints pending as on March 31, 2023	-

**c) Corporate Social Responsibility Committee (CSR):**

The Corporate Social Responsibility Committee comprises of following Three (3) members:

1. Ms. Aditi Panandikar, Chairperson (Managing Director)
2. Mr. Sundeep V Bambolkar, Member (Jt. Managing Director)
3. Dr. (Ms.) Vasudha V Kamat, Member (Independent Director)

**Terms of reference:**

The CSR Committee will provide guidelines and assistance in order to implement the CSR activities to be undertaken by the Company as specified in Schedule VII of the Act. The guidelines are framed so as to cover the compliances under the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time.

The CSR Policy is updated on the Company website and can be accessed at [https://www.indoco.com/policies/Corporate\\_Social\\_Responsibility\\_Policy.pdf](https://www.indoco.com/policies/Corporate_Social_Responsibility_Policy.pdf).

**Meetings and Attendance:**

During the financial year 2022-2023, **Two (2)** CSR Committee Meetings were held on May 17, 2022 and March 29, 2023. The attendance of the Members of the Committee at the said Meetings were as follows:

<i>Name of the Director</i>	<i>No. of CSR Committee Meetings held during the year</i>	<i>No. of CSR Committee Meetings attended</i>
Ms. Aditi Panandikar	2	2
Mr. Sundeep V Bambolkar	2	2
Dr. (Ms) Vasudha V Kamat	2	2

Mr. Ramanathan Hariharan, Company Secretary, acts as the Secretary of the Committee.

**d) Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of following Three (3) members:

1. Mr. Divakar M Gavaskar, Chairman (Independent Non-Executive Director)
2. Mr. Rajiv P Kakodkar, Member (Independent Non-Executive Director)
3. Dr. Anand M Nadkarni, Member (Non-Executive Director)

**Terms of reference:**

The terms of reference of the Nomination and Remuneration Committee are wide covering the matters specified under Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act. They can be broadly stated as follows:

- a. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- b. To ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets performance benchmarks, and involves a balance between fixed and incentive pay.
- c. To identify persons who may be appointed in senior management in accordance with the criteria laid down.
- d. To carry out evaluation of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- e. To recommend and review remuneration package of Executive Directors.
- f. To approve and evaluate the performance of executive directors & senior management.
- g. To approve formulating the compensation plans, policies and programs of the Company.
- h. To devise a policy on diversity of Board of Directors.
- i. To decide 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.
- j. To recommend to the Board, all remuneration, in whatever form, payable to Senior Management.
- k. In addition to the above, all items listed in Regulation 19 of the SEBI Listing Regulations.

**Performance Evaluation Criteria for Independent Directors:**

The Nomination and Remuneration Committee has adopted the criteria as provided in the Guidance Note on Board Evaluation by Securities and Exchange Board of India vide its notification no. SEBI/HO/CFD/CMD/CIR/P2017/004 dated January 5, 2017 for evaluation of the Individual Directors including Independent Directors. The said criteria provides certain parameters like knowledge, competency, fulfillment of functions, availability and attendance, initiative, integrity, contribution, independence and independent views and judgment.

**Meetings and Attendance:**

During the financial year 2022-2023, **Four (4)** Nomination and Remuneration Committee (NRC) Meetings were held on May 17, 2022, June 07, 2022, November 10, 2022 and January 24, 2023.

<i>Name of the Director</i>	<i>No. of NRC Meetings held during the year</i>	<i>No. of NRC Meetings attended</i>
Mr. Divakar M Gavaskar	4	4
Mr. Rajiv P Kakodkar	4	4
Dr. Anand M Nadkarni	4	4

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting held on September 22, 2022.

**e) Risk Management Committee:**

The Risk Management Committee comprises of following Five (5) members:

1. Mr. Divakar M Gavaskar, Chairman (Independent Non-Executive Director)
2. Mr. Rajiv Kakodkar, Member (Independent Non-Executive Director)
3. Ms. Aditi Panandikar, Member, (Managing Director)
4. Mr. Sundeep V Bambolkar, Member (Jt. Managing Director)
5. Dr. Anand M Nadkarni, Member (Non-Executive Director)

The Risk Management Committee is constituted in accordance with the provisions of Regulation 21 of the SEBI Listing Regulations.

**Terms of reference:**

- a. Identifying, Assessing and Monitoring the various risks associated with the Company and its business segments.
- b. Putting in place policies, systems and procedures for the management of risks identified and plan to mitigate them in the event any risks materializes.
- c. Periodic review of the risk management and mitigation plan.
- d. Periodically updating the Board on implementation of risk management plan/policy and matters related thereto.
- e. Reviewing the risks related to cyber security.
- f. In addition to the above, all items listed in Regulation 21 of SEBI Listing Regulations.

**Meetings and Attendance:**

During the financial year 2022-2023, **Two (2)** Risk Management Committee (RMC) Meetings were held on August 09, 2022 and January 24, 2023

<i>Name of the Director</i>	<i>No. of RMC Meetings held during the year</i>	<i>No. of RMC Meetings attended</i>
Mr. Divakar M Gavaskar	2	2
Mr. Rajiv P Kakodkar	2	2
Ms. Aditi Panandikar	2	2
Mr. Sundeep V Bambolkar	2	2
Dr. Anand M Nadkarni	2	2

Mr. Ramanathan Hariharan, Company Secretary, acts as the Secretary of the Committee.

**f) Committee of Executive Directors:**

The Committee of Executive Directors comprises of following Three (3) members:

1. Mr. Suresh G Kare (Chairman)
2. Ms. Aditi Panandikar, Member (Managing Director)
3. Mr. Sundeep V Bambolkar, Member – (Jt. Managing Director)

**Terms of reference:** The Committee looks into the day-to-day operations of the Company.

**Meetings and Attendance:**

During the financial year 2022-2023, **Eight (8)** Committee of Executive Directors Meetings were held on April 12, 2022, July 15, 2022, September 05, 2022, September 21, 2022, October 27, 2022, December 29, 2022, February 28, 2023 and March 27, 2023.

All the Committee members were present at all the aforesaid Meetings.

Mr. Ramanathan Hariharan, Company Secretary, acts as the Secretary of the Committee.

**g) Independent Directors Meeting:**

During the financial year 2022-2023, separate meetings of the Independent Directors (ID) were held on November 10, 2022 and March 29, 2023 without the attendance of Non-Independent Directors and members of the management.

<i>Name of the Director</i>	<i>No. of ID Meetings held during the year</i>	<i>No. of ID Meetings attended</i>
Mr. Divakar M Gavaskar	2	2
Mr. Rajiv P Kakodkar	2	2
Dr.(Ms.) Vasudha V Kamat	2	2
Mr. Abhijit Y Gore	2	2

The Independent Directors met interalia to discuss:

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

The observations made by the Independent Directors have been adopted and put into force.

**Familiarization Programme for Independent Directors:**

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc. As part of the Agenda of the Board Meeting, presentations are regularly made to the Independent Directors on various matters covering the Company, industry, regulatory updates, strategy, finance etc.

The detail of such familiarization programme conducted during the financial year 2022-2023 can be accessed on the Company's website at [https://www.indoco.com/policies/Familiarization\\_programme\\_for\\_independent\\_directors.pdf](https://www.indoco.com/policies/Familiarization_programme_for_independent_directors.pdf).

### Recommendations of Committees of Board of Directors:

During the year ended, March 31, 2023, all recommendations made by the Committees of the Board of Directors (viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Committee of Executive Directors, Risk Management Committee, Independent Director Meeting) were accepted by the Board of the Company.

### REMUNERATION TO DIRECTORS

The remuneration of the Chairman, Managing Director and Jt. Managing Director is approved by the Board, as per recommendation of the Nomination and Remuneration Committee within the overall limit fixed by the shareholders at their meetings.

The Non-Executive Directors of the Company are entitled to sitting fees for attending each meeting of the Board and/or of Committee thereof.

**i) The details of Remuneration paid to the Directors of the Company for the year ended March 31, 2023 are given below :**

**1) Executive Directors:**

(in ₹ Lakhs)

Name of Director	Salary	Perquisites	Others- PF & super-annuation	Commission/ Performance Linked Incentives	Stock Options	Total
Mr. Suresh G Kare	360.00	0.40	28.80	150.00	Nil	<b>539.20</b>
Ms. Aditi Panandikar	446.61	5.40	87.33	200.00	Nil	<b>739.34</b>
Mr. Sundeep V Bambolkar	396.94	5.40	77.63	175.00	Nil	<b>654.97</b>

**2) Non-Executive Directors:**

Name of Director	Sitting fees (in ₹ Lakhs)
Mr. Rajiv P Kakodkar	7.20
Mr. Divakar M Gavaskar	6.40
Dr.(Ms) Vasudha V Kamat	5.60
Mr. Abhijit Y Gore	5.20
Dr. Anand M Nadkarni	3.60

**ii) Details of fixed component and performance linked incentives, along with the performance criteria:**

The remuneration to Mr. Suresh G Kare, Chairman, Ms. Aditi Panandikar, Managing Director and Mr. Sundeep V Bambolkar, Jt. Managing Director consists of both Fixed and Performance Linked Incentives. Performance Incentive /Commission to these Directors will be paid annually at the discretion of the Board based on certain performance criteria and such other parameters as may be considered appropriate from time to time. The Board on the recommendation of the NRC will take appropriate decision on the payment of Performance Incentive or commission after taking into consideration the performance of the Company on certain defined qualitative and quantitative parameters (as decided by the Board from time to time), industry benchmarks of remuneration and performance of the Director.

**iii) Service Contracts, Notice Period:**

The Company has entered into a service agreement with Mr. Suresh G Kare, Chairman, Ms. Aditi Panandikar, Managing Director and Mr. Sundeep V Bambolkar, Jt. Managing Director. The appointment may be terminated by either party by giving to the other party, six months' notice of such termination or the Company paying six months' remuneration, which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any Commission (paid at the discretion of the Board), in lieu of such notice.

**iv) There is no provision for payment of severance fees.**

**v) The Company has not granted any stock option to any of its Directors.**

**vi) Criteria of making payment to Non- Executive Directors:**

Criteria of making payments of sitting fees or commission to non-executive directors can be accessed on the Company's website at [https://www.indoco.com/policies/Nomination\\_and\\_Remuneration\\_Policy.pdf](https://www.indoco.com/policies/Nomination_and_Remuneration_Policy.pdf)

**vii) There were no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company.**

**DISCLOSURES**

**Details of establishment of Vigil Mechanism, Whistle Blower Policy, and affirmation that no personnel has been denied access to the Audit Committee:**

The Company has formulated Whistle Blower Policy and established Vigil Mechanism with a view to provide a mechanism for directors, employees, other stakeholders of the Company as well as Anonymous Whistle Blowers (in exceptional cases) to approach the Ombudsperson / Chairman of the Audit Committee of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.

The detail of Whistle Blower & Vigil Mechanism Policy can be accessed on the Company's website at [https://www.indoco.com/policies/Whistle\\_Blower\\_and\\_Vigil\\_Mechanism.pdf](https://www.indoco.com/policies/Whistle_Blower_and_Vigil_Mechanism.pdf)

**Subsidiary Companies:**

Following Companies are subsidiaries of the Company

<i>Name</i>	<i>Percentage of Holding</i>
Xtend Industrial Designers and Engineers Private Limited	100%
Warren Remedies Private Limited	100%
Indoco Remedies Czech S.R.O	100%
Indoco Remedies UK Limited	100%

**The policy for determining material subsidiaries of the Company is available on the website of the Company and can be accessed at [https://www.indoco.com/policies/Policy\\_for\\_Determining\\_Material\\_Subsidiaries.pdf](https://www.indoco.com/policies/Policy_for_Determining_Material_Subsidiaries.pdf)**

**Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:**

The Company does not have any material subsidiary.



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

The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder, including constitution of the Internal Complaints Committee (ICC). The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees, etc.) are covered under this Policy. The Policy is gender neutral. During the year under review, no complaint of sexual harassment was filed with the Internal Complaints Committee. The policy for Prevention of Sexual Harassment of Women at Workplace can be accessed at <https://www.indoco.com/policies/Policy-on-Prevention-of-Sexual-Harassment-at-the-Workplace.pdf>

### **Total fees for all services paid by the Company on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:**

<i>Payment to Statutory Auditors FY 2022-2023</i>	<i>in ₹ Lakhs</i>
Audit Fees	11.30
GST Audit Fees	3.95
Other Services	1.37
Reimbursement of expenses	0.87
<b>Total</b>	<b>17.49</b>

### **Related Party Transactions:**

All transactions entered into with related parties as defined under the Act and Regulation 23 of the SEBI Listing Regulations during the financial year were in the ordinary course of business and on an arm's length basis. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. The particulars of transactions with related parties in the prescribed form AOC-2, is enclosed with the Directors Report as "Annexure E". The disclosure of related party transactions of the Company in the format prescribed in the Indian Accounting Standard is mentioned in Note No. 52 of the Standalone Audited Financial Statement of the Company forming part of this Annual Report.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website at [https://www.indoco.com/policies/Policy\\_on\\_Materiality\\_of\\_Related\\_Party\\_Transactions.pdf](https://www.indoco.com/policies/Policy_on_Materiality_of_Related_Party_Transactions.pdf)

### **Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:**

There were no instances of non-compliance by the Company on any matters related to the capital markets or penalties, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets, during the last three years, other than the penalty levied by National Stock Exchange of India Limited and BSE Limited during the financial year 2021-2022 in pursuance of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020, for non-compliance of Regulation 43A of SEBI Listing Regulations i.e. Non-disclosure of Dividend Distribution Policy in the Annual Report of financial year 2020-2021.

**Disclosure of Accounting Treatment:**

The Company follows Indian Accounting Standards (IND AS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements and there are no statutory audit qualifications in this regard.

**Details of utilization of funds:**

During the year under review the Company has not raised any funds through Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

**Disclosure by listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:**

The information in respect of the loans and advances in the nature of loans to subsidiaries pursuant to Regulation 34 of the SEBI Listing Regulations is provided in Note 7 to the Standalone financial statements.

**GENERAL BODY MEETINGS****i. Location and time of the last three Annual General Meetings:**

<i>Financial Year</i>	<i>AGM</i>	<i>Date</i>	<i>Time</i>	<i>Location of the AGM</i>
2021-2022	75 <sup>th</sup>	September 22, 2022	10:30 a.m.	Through VC/OAVM
2020-2021	74 <sup>th</sup>	September 23, 2021	10:30 a.m.	Through VC/OAVM
2019-2020	73 <sup>rd</sup>	September 24, 2020	10:30 a.m.	Through VC/OAVM

**ii. Special Resolutions passed at the last three Annual General Meetings:****a. At the Seventy Fifth Annual General Meeting:**

1. Re-appointment of Ms. Aditi Panandikar (DIN: 00179113) as Managing Director
2. Re-appointment of Mr. Sundeep V Bambolkar (DIN: 00176613) as Jt. Managing Director
3. Approval for Indoco Remedies Limited Employee Stock Option Plan – 2022
4. Approval for Grant of Stock Options and Restricted Stock Units to the Employees of Subsidiary Company, in India or outside India of the Company under Indoco Remedies Limited Employee Stock Option Plan – 2022.
5. Approval for Provision of Money by the Company for Purchase of its Own Shares by the Trust/Trustees for the benefit of Employees under Indoco Remedies Limited Employee Stock Option Plan – 2022.

**b. At the Seventy Fourth Annual General Meeting:**

Appointment of Mr. Abhijit Y Gore (DIN 00301688) as an Independent Director for Five years w.e.f. October 03, 2020.

**c. At the Seventy Third Annual General Meeting:**

Appointment of Dr. (Ms.) Vasudha V Kamat (DIN: 07500096) as an Independent Director for Five years w.e.f. September 24, 2020.

**iii. Special Resolution passed through postal ballot:**

No resolution was passed through postal ballot during the year under review.

**iv. Details of special resolution proposed to be conducted through postal ballot:**

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

**MEANS OF COMMUNICATION**

**Financial Results:**

The quarterly and annual financial results are generally published in the Business Standard (All India Edition) and Mumbai Lakshadeep. The results are also displayed on Company's website: [www.indoco.com](http://www.indoco.com). The official news releases are also displayed on the website of the Company.

**Presentation to Institutional Investors/Analysts:**

Tele-conferences were held with Institutional Investors/Analysts at the end of every quarter after the declaration of the Quarterly Results. The Company also regularly met Institutional Investors during the year. The transcripts are available on the Company's website at <https://www.indoco.com/inv-fin-concall-transcripts.asp>.

**GENERAL SHAREHOLDER INFORMATION**

**76<sup>th</sup> Annual General Meeting:**

Date & Time	Tuesday, September 26, 2023 at 10:30 a.m.
Venue	Through Video Conferencing/ Other Audio Visual Means ("OAVM")

**Financial Year of the Company:**

The financial year of the Company starts from April 1<sup>st</sup> and ends on March 31<sup>st</sup> of the succeeding year.

**Date of Book Closure and Dividend Payment Date:**

Book Closure for the purpose of AGM and payment of Dividend will be from Wednesday, September 20, 2023 to Tuesday, September 26, 2023 (both days inclusive) and the Dividend will be paid on or after Friday, September 29, 2023.

**Corporate Identification Number:** L85190MH1947PLC005913

**Registered Office Address:** Indoco House, 166 CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400098.

**Dividend Policy:**

The Company's Dividend Policy, which is uploaded on the Company's website, is based on the need to balance the twin objectives of appropriately rewarding its shareholders with dividend and of conserving resources to meet its future needs. The Dividend Policy can be accessed through the web link: [https://www.indoco.com/policies/IRL\\_dividend\\_distribution\\_policy.pdf](https://www.indoco.com/policies/IRL_dividend_distribution_policy.pdf)

**Insider Trading:**

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the "Code of Conduct for Prevention of Insider Trading". The Company keeps the Code updated as per the requirements of SEBI from time to time.

The "Code of Conduct For Prevention of Insider Trading" can be accessed through the web link: [https://www.indoco.com/policies/Insider\\_Trading\\_Code.pdf](https://www.indoco.com/policies/Insider_Trading_Code.pdf)

### Listing on Stock Exchanges:

The Company's shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The annual listing fees have been paid upto March 31, 2024 and there is no outstanding payment towards the Exchanges, as on date.

### Stock Code:

BSE Limited	532612
National Stock Exchange of India Limited	INDOCOEQ

### Market Price Data:

The High and Low prices of the Company's share (of the face value of ₹ 2/- each) from April, 2022 till March, 2023 are as below:

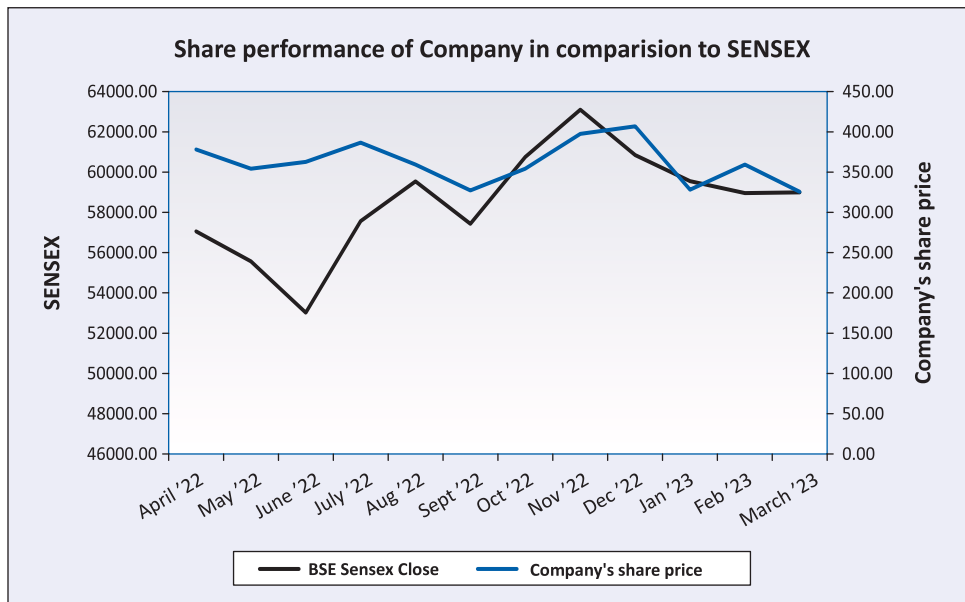
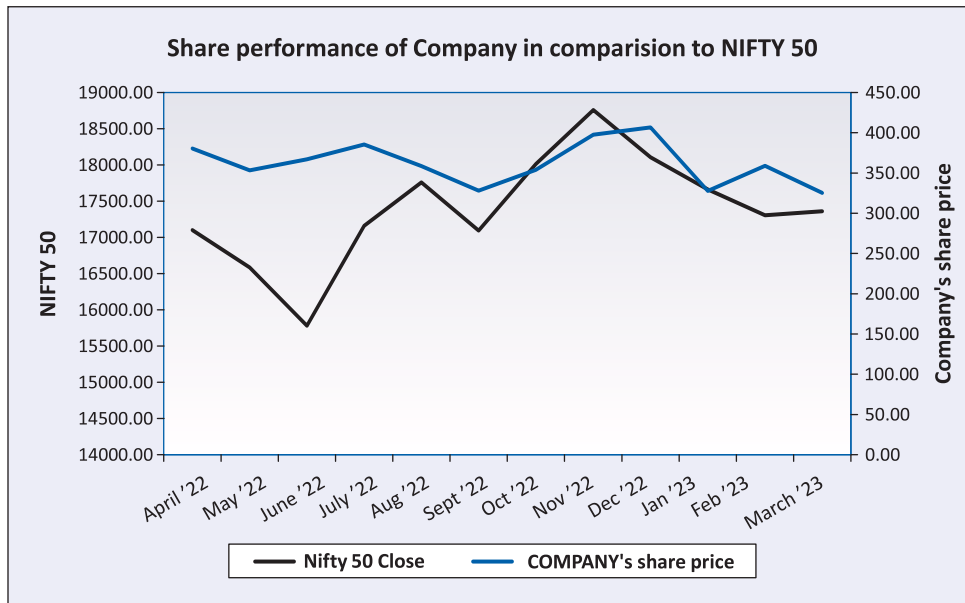
#### National Stock Exchange of India Limited (NSE)

Month	Share Price (₹)			No. of Shares Traded	Total Turnover (in ₹ Lakhs)
	High	Low	Close		
April 2022	405.00	351.05	380.40	12,39,169	4,814.95
May 2022	380.00	322.70	353.15	34,37,259	12,304.72
June 2022	390.00	346.55	367.05	20,18,180	7,471.43
July 2022	394.75	365.00	385.30	13,97,305	5,327.70
August 2022	409.80	343.55	358.55	20,92,496	7,858.42
September 2022	380.00	307.65	327.90	22,53,492	7,786.55
October 2022	365.20	325.75	354.00	13,51,457	4,694.58
November 2022	423.90	343.05	397.65	30,93,195	11,917.89
December 2022	416.00	372.10	406.65	19,44,309	7,768.93
January 2023	423.90	324.60	327.60	32,37,620	12,437.50
February 2023	381.60	318.45	359.05	47,40,392	16,967.19
March 2023	361.90	316.50	325.25	39,15,472	13,230.07

#### BSE Limited (BSE)

Month	Share Price (₹)			No. of Shares Traded	Total Turnover (in ₹ Lakhs)
	High	Low	Close		
April 2022	404.95	367.00	378.00	1,25,203	486.36
May 2022	380.95	321.05	354.10	2,41,730	858.50
June 2022	389.00	347.40	362.65	75,889	280.54
July 2022	394.30	364.20	386.70	61,295	234.62
August 2022	410.00	341.00	359.45	1,65,246	609.74
September 2022	380.05	307.95	327.10	1,62,710	562.46
October 2022	365.20	326.55	354.30	72,972	249.89
November 2022	423.00	343.65	397.45	1,63,396	637.92
December 2022	414.90	374.10	406.85	1,06,836	425.58
January 2023	423.10	324.25	328.20	3,12,543	1,211.83
February 2023	381.75	318.65	359.35	12,87,534	4,570.02
March 2023	362.00	317.00	325.55	12,53,101	4,222.98

**Performance of Indoco share price to broad based index –Nifty 50, BSE Sensex:**



### Distribution of Shareholding as on March 31, 2023 of Equity Shares:

Share Range	Number of Shareholders	% of Total Shareholders	Total Shares for the Range	% of Issued Capital
1-500	31,692	89.62	25,45,717	2.76
501-1000	1,876	5.30	13,95,570	1.51
1001-2000	830	2.35	11,94,313	1.30
2001-3000	290	0.82	7,33,171	0.80
3001-4000	134	0.38	4,75,116	0.52
4001-5000	95	0.27	4,38,151	0.47
5001-10000	191	0.54	13,92,692	1.51
10001 and above	255	0.72	8,39,75,625	91.13
<b>Total</b>	<b>35,363</b>	<b>100.00</b>	<b>9,21,50,355</b>	<b>100.00</b>

### Category-wise Shareholding as on March 31, 2023 of Equity Shares:

Sl. No	Particulars	No. of Shares	Percentage
<b>A</b>	<b>Promoter &amp; Promoter Group</b>		
	<b>Indian</b>		
	Individuals/HUF	1,98,75,236	21.57
	Bodies Corporate	1,57,71,755	17.11
	Person Acting in Concert	1,84,37,677	20.01
	<b>Total (A)</b>	<b>5,40,84,668</b>	<b>58.69</b>
<b>B</b>	<b>Public Shareholdings</b>		
	<b>Institutions (Domestic)</b>		
	Mutual Funds	1,58,33,513	17.18
	Alternate Investment Funds	7,11,222	0.77
	Insurance Companies	1,00,530	0.11
	<b>Institutions (Foreign)</b>		
	Foreign Portfolio Investors Category I	12,57,947	1.37
	Foreign Portfolio Investors Category II	53,068	0.06
	Foreign Institutional Investors	1,10,000	0.12
	<b>Total (B)</b>	<b>1,80,66,280</b>	<b>19.61</b>
<b>C</b>	<b>Non Institutions</b>		
	Other Bodies Corporate	27,02,111	2.93
	Indoco Remedies Limited - Unclaimed Suspense Account	27,000	0.03
	Investor Education and Protection Fund	1,03,994	0.11
	Non Resident Indians (NRIs)	5,57,222	0.61
	Individual, HUF and Others	1,66,09,080	18.02
	<b>Total (C)</b>	<b>1,99,99,407</b>	<b>21.70</b>
<b>D</b>	<b>Total (A + B+ C)</b>	<b>9,21,50,355</b>	<b>100.00</b>

### Disclosure of information on pledged shares:

The details of shares pledged by promoter : Nil

**Details showing Shareholding of more than 1% of the Capital as on March 31, 2023:**

Sl. No	Name of Shareholder	Number of Shares	% of Capital
1	SPA Holdings Private Limited	1,83,35,000	19.90
2	Shanteri Investment Private Limited	1,57,71,755	17.12
3	Ms. Aditi Milind Panandikar	55,61,035	6.03
4	Ms. Madhura Ramani	51,85,579	5.63
5	Ms. Aruna Suresh Kare	47,94,714	5.20
6	Nippon India Mutual Fund	45,79,483	4.97
7	Mr. Suresh Govind Kare	40,60,408	4.41
8	ICICI Prudential Mutual Fund	32,95,409	3.58
9	Aditya Birla Sun Life Mutual Fund	20,27,782	2.20
10	Franklin India Smaller Companies Fund	13,37,700	1.45
11	DSP Healthcare Fund	12,63,180	1.37
12	Mangeshi Investment Private Limited	11,67,300	1.27

**Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments except Employees Stock Options (Options) and Restricted Stock Units (RSUs) as per Indoco Remedies Limited Employee Stock Option Plan- 2022.

**Options and RSUs:-****Outstanding:**

As on March 31, 2023 the number of Options outstanding for vesting is 2,95,500 and Number of RSUs outstanding for vesting is 75,000 pursuant to Indoco Remedies Limited Employee Stock Option Plan-2022.

**Impact on Equity:**

On vesting of 2,95,500 Options and 75,000 RSUs, the paid up Equity Share Capital of the Company will increase by a like number of shares i.e. 3,70,500 Equity Shares.

The Options and RSUs details are available on the Company's website at [https://www.indoco.com/esop-disclosure/esop-disclosure-FY\\_2022-2023.pdf](https://www.indoco.com/esop-disclosure/esop-disclosure-FY_2022-2023.pdf).

**Disclosure of commodity price risk or foreign exchange risk and hedging activities:**

The Company is exposed to foreign exchange risks emanating from our business, assets and liabilities denominated in foreign currency. In order to hedge this risk, the Company proactively uses hedging instruments e.g. forward contracts, options and other simple derivatives from time to time. The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

**Dematerialization of shares:**

The shares of your Company are available in Dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The ISIN of the Company is **INE873D01024**.

As on March 31, 2023, the number of shares of the Company in the dematerialized form is as shown below:

<b>Total No. of Shares of the Company</b>	<b>9,21,50,355</b>
No. of Shares in dematerialized mode	9,15,34,666
% of No. of Shares of the Company in dematerialized mode	99.33%
<b>Total No. of Shareholders of the Company*</b>	<b>35,363</b>
No. of Shareholders with dematerialized shares	35,330
% of No. of Shareholders of the Company holding shares in dematerialized mode	99.91

\* The number of shareholders based on demat accounts is 35,363 and based on PAN is 34,731 as on March 31, 2023. There will be a difference in the number of shareholders based on demat and PAN, since shareholders can have multiple demat accounts under a single PAN.

Shareholders, who continue to hold shares in physical form, are requested to dematerialize their shares and avail various benefits of dealing in securities in electronic/dematerialized form. For any clarification, assistance or information, please contact the Registrars and Share Transfer Agents of the Company. The shareholders have the option to hold Company's shares in dematerialized form through the NSDL or CDSL.

The break-up of shares in physical and dematerialized form as on March 31, 2023 is given below:

<b>Particulars</b>	<b>No. of Shares</b>	<b>% of Total Shares</b>
No. of shares in physical form	6,15,689	0.67
No. of shares in dematerialized form	9,15,34,666	99.33
(1) With NSDL	8,45,16,496	91.71
(2) With CDSL	70,18,170	7.62
<b>Total No. of Shares</b>	<b>9,21,50,355</b>	<b>100.00</b>

#### **Liquidity:**

Company's equity shares are fairly liquid and are actively traded on National Stock Exchange of India Limited and BSE Limited.

#### **Share Transfer System:**

In terms of Regulation 40(1) of SEBI Listing Regulations as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Share transactions in electronic form can be effected in a much simpler and faster manner. After a confirmation of a sale/purchase transaction from the broker, shareholders should approach the Depository Participant ("DP") with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register these share transfers. Shareholders should communicate with Link Intime India Private Limited, the Company's Registrars and Transfer Agents ("RTA") quoting their folio number or Depository Participant ID and Client ID number, for any queries to their securities. Requests for dematerialization of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.



**Suspension of trading in securities:**

There was no suspension of trading in securities of the Company during the year under review.

**Registrar & Transfer Agent:**

Link Intime India Private Limited

Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai 400 083.

e-mail : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

Tel. No.: +91 -22-49186000

**Address for correspondence:**

Shareholders may address their communication to Company's Registrar and Transfer Agent or the Secretarial Department of the Company at the following address:

**(1) Link Intime India Private Limited**

Unit: Indoco Remedies Limited

C-101, 247 Park

L.B.S. Marg, Vikhroli (West),

Mumbai – 400083

Contact Person: **Mr. Devang Mehta**

Tel. No.: +91 -22-49186000

Email id: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**(2) Secretarial Department**

Indoco Remedies Limited

Indoco House, 166 CST Road,

Vidyanagari Marg, Kalina, Santacruz (East),

Mumbai – 400098

Contact Person: **Mr. Ramanathan Hariharan**

Tel No.: +91- 22-68321400

Email id: [compliance.officer@indoco.com](mailto:compliance.officer@indoco.com)

**Transfer of unclaimed/unpaid amounts and shares to the Investor Education and Protection Fund (IEPF):**

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to IEPF.

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends letters to the shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website at <https://www.indoco.com/inv-unpaid-dividend.asp> and <https://www.indoco.com/inv-IEPF.asp>.

In light of the aforesaid provisions, the Company has during the year, transferred to IEPF the unclaimed dividends, outstanding for seven years. Further, shares of the Company, in respect of which dividend has not been claimed for seven consecutive years or more from the date of transfer to unpaid dividend account, have also been transferred to the demat account of IEPF Authority.

**The details of unclaimed dividends and shares transferred to IEPF during Financial Year 2022-2023 are as follows:**

<i>Financial Year</i>	<i>Amount of unclaimed dividend transferred</i>	<i>Number of shares</i>
2014-2015	3,83,088	3,356

The Members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in web Form No. IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the web Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

**The following table provides a list of years for which unclaimed dividends and their corresponding shares would become eligible to be transferred to the IEPF on the dates mentioned below:**

<i>Financial Year</i>	<i>Type of dividend</i>	<i>Due date for transfer</i>	<i>Unclaimed dividend amount as on March 31, 2023 (in ₹)</i>
2015-2016	Final	September 3, 2023	59,453.20
2016-2017	Final	September 14, 2024	4,19,784.00
2017-2018	Final	October 17, 2025	3,26,677.00
2018-2019	Final	October 3, 2026	1,10,820.90
2019-2020	Final	October 30, 2027	1,13,405.09
2020-2021	Final	October 29, 2028	5,37,014.64
2021-2022	Final	October 28, 2029	7,40,085.75

**Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account:**

The details of Indoco Remedies Limited Unclaimed Suspense Account are as follows: -

<i>Sr. No.</i>	<i>Particulars</i>	<i>Demat</i>	
		<i>Number of Shareholders</i>	<i>Number of Unclaimed Equity shares</i>
<b>1</b>	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 01, 2022	Nil	Nil
<b>2</b>	Unclaimed shares transferred to unclaimed suspense account during the financial year 2022-2023	1	27,000
<b>Total (1+2)</b>		<b>1</b>	<b>27,000</b>
<b>3</b>	Number of shareholders to whom shares were transferred from suspense account during the financial year 2022-2023	Nil	Nil
<b>4</b>	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2023 (1+2-3)	1	27,000
<b>Number of shareholders who approached listed entity for transfer of shares from suspense account during the financial year 2022-2023</b>		<b>Nil</b>	<b>Nil</b>

The voting rights on the shares in the unclaimed suspense accounts as on March 31, 2023 shall remain frozen till the rightful owners of such shares claim the shares.

**Plant Locations:**

1. Goa Unit-I  
L-14, Verna Industrial Estate,  
Verna - Goa - 403 722
2. Goa Unit-II  
L-32, 33, 34 Verna Industrial Estate,  
Verna - Goa - 403 722
3. Goa Unit-III  
L-32, 33, 34 Verna Industrial Estate,  
Verna - Goa - 403 722
4. API Plant, Rabale  
R-104 Rabale, TTC Industrial Area,  
Thane Belapur Road, Rabale,  
Navi Mumbai, Maharashtra - 400 701
5. API Plant, Kilo Lab, Rabale  
R-92/93, TTC Industrial Area,  
Thane Belapur Road, Rabale,  
Navi Mumbai, Maharashtra - 400 701
6. API Plant, Patalganga  
A-26,27,28/1, 28/2 MIDC Industrial Estate,  
Patalganga, Village Kaire,  
Dist Raigad, Maharashtra - 410 220
7. Waluj  
B- 20 MIDC, Waluj,  
Aurangabad,  
Maharashtra - 431 133
8. Baddi Unit-I  
Village Katha, P.O. Baddi,  
Tehsil Nalagarh, Dist.: Solan,  
Himachal Pradesh - 173 205
9. Baddi Unit-III  
Unit No. 3, Village Katha,  
Pargana Dharampur, Tehsil Nalagarh,  
Dist.: Solan,  
Himachal Pradesh - 173 205

**R & D Center:**

R-92/93, TTC Industrial Area  
Thane Belapur Road, Rabale,  
Navi Mumbai, Maharashtra - 400 701

**Clinical Research Centre:**

Anacipher Clinical Research  
3<sup>rd</sup> & 4<sup>th</sup> Floor Mirakamshetty Mall  
Ramnathpur, RR District, Hyderabad - 500 013

**Registered Office:****Indoco Remedies Limited**

Indoco House, 166 CST Road,  
Vidyanagari Marg, Kalina, Santacruz (East),  
Mumbai - 400 098  
Tel: +91 22 62871000 / 68791250

**Credit Rating:**

The Company's Short term borrowings are rated as [ICRA] "A1+", whereas working capital facilities and long term borrowings are rated as [ICRA] "AA-(Stable)". Short term [ICRA] "A1" rating Instruments with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such instruments carry lowest credit risk. Working capital facilities and Long term [ICRA] "AA" rating instruments are considered to have a high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk.

**Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of SEBI Listing Regulations:**

- The Company complies with all the mandatory requirements specified under SEBI Listing Regulations.
- Presently the Company complies with the following discretionary requirements of Regulation 27(1), specified in "Part E" of Schedule II of the SEBI Listing Regulations:
  - Internal Auditor reports directly to the Audit committee.

### **Independent Director Confirmation:**

In terms of Schedule V(C)(i) of SEBI Listing Regulations and as per the declaration of independence received from the Independent Directors of the Company, we are of the opinion that the Independent Directors of the Company fulfill the conditions specified under Regulation 16(b) of SEBI Listing Regulations and are independent of Management.

### **Compliances with Corporate Governance Requirements as specified under SEBI Listing Regulations:**

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is annexed hereto marked as “Annexure I” and forms part of this report.

### **CEO AND CFO CERTIFICATION**

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI Listing Regulations. The requisite certificate from the Managing Director and CFO of the Company is annexed hereto marked as “Annexure II” and forms part of this report.

### **CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT**

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Management Personnel of the Company. This Code can be accessed on the Company’s website at [https://www.indoco.com/policies/Code\\_of\\_Conduct\\_for\\_Board\\_of\\_Directors\\_and\\_Senior\\_Management.pdf](https://www.indoco.com/policies/Code_of_Conduct_for_Board_of_Directors_and_Senior_Management.pdf)

The Declaration of compliance of the Code of Conduct in terms of Schedule V (D) of SEBI Listing Regulations is annexed hereto marked as “Annexure III” and forms part of this report.

### **CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE**

M/s A. Y. Sathe & Co., Practicing Company Secretaries, has issued a certificate as required under the SEBI Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is annexed hereto marked as “Annexure IV” and forms part of this report.

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-

**Suresh G Kare**

*Chairman*

DIN: 00179220

Place : Mumbai  
Date : May 23, 2023

**Annexure I**  
**Certificate of Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
**The Members of Indoco Remedies Limited**

Dear Members,

**Background:**

We, Gokhale and Sathe, Chartered Accountants, being the Statutory Auditors of Indoco Remedies Limited (“the Company”) are issuing this certificate as required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company. The Corporate Governance Report prepared by Indoco Remedies Limited, contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para - C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”) (“**applicable criteria**”) with respect to Corporate Governance for the year ended March 31, 2023.

**Management’s Responsibility:**

The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, issued by the Securities and Exchange Board of India.

**Auditor’s Responsibility:**

Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the SEBI Listing Regulations.

We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India (“**ICAI**”). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC 1), Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

The procedures selected depend on the auditor’s judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. We have examined (a) the minutes of the meetings of the board of directors of the Company (the “**Board**”) and of committees of the Board, the annual general meetings of the shareholders of the Company; (b) declarations made by the Board under relevant statutory / regulatory requirements; (c) relevant statutory registers maintained by the Company; and (d) such other documents and records of the Company as deemed necessary, in connection with ascertaining compliance with the conditions of corporate governance by the Company, as prescribed under the SEBI Listing Regulations.

The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

**Opinion:**

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, in our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with all the SEBI Listing Regulations, and the rules made thereunder, each as amended on Corporate Governance.

**Restriction on use:**

This Certificate is issued to the Company solely for their consideration and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**Disclaimer:**

Such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Gokhale & Sathe**

*Chartered Accountants*

Firm's Registration No: 103264W

Sd/-

**Tejas Parikh**

*Partner*

Membership No: 123215

UDIN : 23123215BGQLCY2494

Place : Mumbai

Date : May 23, 2023

## Annexure II

### Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

We, Aditi Panandikar, Managing Director and Pramod Ghorpade, Chief Financial Officer of Indoco Remedies Limited, certify that:

1. We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2023 and to the best of our knowledge and belief:
  - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee that there is no
  - a) significant changes in internal control over financial reporting during the year,
  - b) significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements, and
  - c) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Indoco Remedies Limited

Sd/-

**Ms. Aditi Panandikar**  
*Managing Director*  
DIN: 00179113

Sd/-

**Pramod Ghorpade**  
*Chief Financial Officer*

Place : Mumbai  
Date : May 23, 2023

## Annexure III

### Declaration of Compliance of the Code of Conduct

*(Pursuant to Schedule V (D) of SEBI Listing Regulations)*

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per 'affirmation of compliance' letters received from the Directors and the members of senior management personnel of the Company, I hereby declare that members of Board of Directors and Senior Management personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management during the financial year 2022-2023.

For Indoco Remedies Limited

Sd/-

**Ms. Aditi Panandikar**

*Managing Director*

DIN: 00179113

Place : Mumbai

Date : May 23, 2023



**Annexure IV**  
**Certificate of Non-Disqualification of Directors**

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,

**Indoco Remedies Limited**

Indoco House, 166, CST Road,  
Vidyanagari Marg, Kalina, Santacruz (East),  
Mumbai – 400098, Maharashtra, India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Indoco Remedies Limited** having CIN **L85190MH1947PLC005913** and having registered office at Indoco House, 166, CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai - 400098, Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

<i>Sr. No.</i>	<i>Name of Director</i>	<i>Director Identification Number (DIN)</i>
1	Mr. Suresh Govind Kare	00179220
2	Ms. Aditi Milind Panandikar	00179113
3	Mr. Sundeep Vasant Bambolkar	00176613
4	Mr. Divakar Madhusudan Gavaskar	00157378
5	Mr. Rajiv Pritidas Kakodkar	01519590
6	Dr. Anand Madhusudan Nadkarni	06881461
7	Dr. (Ms) Vasudha Vasant Kamat	07500096
8	Mr. Abhijit Yashwant Gore	00301688

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on these based on our verification. This certificate 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 A.Y. Sathe & Co.**  
*Company Secretaries*

Sd/-

**CS Ajit Sathe**  
*(Proprietor)*

FCS No. 2899

COP No. 738

PR: 1585/2021

UDIN: F002899E000342150

Place : Mumbai  
Date : May 23, 2023

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

### SECTION A: GENERAL DISCLOSURES

#### I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L85190MH1947PLC005913
2.	Name of the Listed Entity	Indoco Remedies Limited
3.	Year of incorporation	1947
4.	Registered office address	Indoco House, 166 CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai 400098
5.	Corporate address	Indoco House, 166 CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai 400098
6.	E-mail	<a href="mailto:compliance.officer@indoco.com">compliance.officer@indoco.com</a>
7.	Telephone	+91 22 6287 1000 / 6879 1250
8.	Website	www.indoco.com
9.	Financial year for which reporting is being done	April 01, 2022 to March 31, 2023
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited and National Stock Exchange of India Limited
11.	Paid-up Capital	₹ 18,43,00,000/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Ramanathan Hariharan, Company Secretary & Head (Legal), Tel. No. : +91 22 68321400, Email Id: <a href="mailto:compliance.officer@indoco.com">compliance.officer@indoco.com</a>
13.	Reporting boundary	Standalone Basis

#### II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Manufacture of Pharmaceuticals	Manufacturing and sales of Pharmaceuticals	100

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Formulation Pharmaceutical preparation	21002	94.63
2	Chemical preparation (Active Pharma Ingredients)	21001	4.31
3	Analytical Research & Bio-Equivalent studies	72100	1.04

### III. Operations

#### 16. The number of locations where plants and/or operations/offices of the entity are situated:

<i>Location</i>	<i>Number of plants</i>	<i>Number of offices</i>	<i>Total</i>
National	9	4	13
International	Nil	Nil	Nil

#### 17. Markets served by the entity:

##### a. Number of locations

<i>Locations</i>	<i>Number</i>
National (No. of States)	20
International (No. of Countries)	60

##### b. What is the contribution of exports as a percentage of the total turnover?

48.30% of the Company's total revenue (standalone) can be attributed to its earnings from exports.

##### c. A brief on types of customers

Indoco, being a pharmaceutical Company, has a diverse customer base that includes patients, healthcare professionals/providers, hospitals, clinics, wholesalers, distributors, retail pharmacies, government agencies/institution, other pharmaceutical companies and international customers. The end-users of Indoco's products are patients who rely on its medicines to treat various ailments. The Company exports its products to various countries worldwide, catering to a global customer base.

### IV. Employees

#### 18. Details as at the end of the Financial Year:

##### a. Employees and workers (including differently abled):

<i>S. No.</i>	<i>Particulars</i>	<i>Total (A)</i>	<i>Male</i>		<i>Female</i>	
			<i>No. (B)</i>	<i>% (B / A)</i>	<i>No. (C)</i>	<i>% (C / A)</i>
<b>Employees</b>						
1.	Permanent (D)	5,241	4,780	91.20	461	8.80
2.	Other than Permanent (E)	3	2	66.67	1	33.33
3.	<b>Total employees (D + E)</b>	<b>5,244</b>	<b>4,782</b>	<b>91.19</b>	<b>462</b>	<b>8.81</b>
<b>Workers</b>						
4.	Permanent (F)	857	815	95.10	42	4.90
5.	Other than Permanent (G)	Nil	Nil	Nil	Nil	Nil
6.	<b>Total workers (F + G)</b>	<b>857</b>	<b>815</b>	<b>95.10</b>	<b>42</b>	<b>4.90</b>

**b. Differently abled Employees and workers:**

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>Differently-abled employees</b>						
1.	Permanent (D)		Nil			
2.	Other than Permanent (E)					
3.	<b>Total differently abled employees (D + E)</b>					
<b>Differently-abled workers</b>						
4.	Permanent (F)		Nil			
5.	Other than permanent (G)					
6.	<b>Total differently abled workers (F + G)</b>					

**19. Participation/Inclusion/Representation of women**

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25
Key Management Personnel	2	Nil	Nil

**20. The turnover rate for permanent employees and workers**

Particulars	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	46.04%	20.87%	43.78%	48%	21.09%	45.60%	32.11%	24.05%	31.40%
Permanent Workers	16.63%	Nil	15.83%	16.87%	Nil	16.06%	22.40%	6.82%	21.60%

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

**21. (a) Names of holding/subsidiary / associate companies / joint ventures**

S. No.	Name of the holding /subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Xtend Industrial Designers and Engineers Private Limited	Subsidiary	100	No
2	Indoco Remedies Czech S.R.O	Subsidiary	100	No
3	Indoco Remedies UK Limited	Subsidiary	100	No
4	Warren Remedies Private Limited	Subsidiary	100	No
5	Jalansar Wind Energy Private Limited	Associate	26	No
6	Kanakal Wind Energy Private Limited	Associate	26	No

## VI. CSR Details

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

(ii) Turnover (₹) : ₹ 1,63,813 Lakhs

(iii) Net worth (₹) : ₹ 1,02,636.38 Lakhs

## VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2022-23			FY 2021-22		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes <a href="https://www.indoco.com/policies/grievance_redressal_policy_external.pdf">https://www.indoco.com/policies/grievance_redressal_policy_external.pdf</a>	Nil	Nil	N.A.	Nil	Nil	N.A.
Investors (other than shareholders)	Yes <a href="https://www.indoco.com/policies/grievance_redressal_policy_external.pdf">https://www.indoco.com/policies/grievance_redressal_policy_external.pdf</a>	Nil	Nil	N.A.	Nil	Nil	N.A.
Shareholders	Yes <a href="https://www.indoco.com/inv-grievances.asp">https://www.indoco.com/inv-grievances.asp</a>	1	Nil	N.A.	Nil	Nil	N.A.
Employees and workers	Yes <a href="https://www.indoco.com/policies/policy-on-prevention-of-sexual-harassment-at-the-workplace.pdf">https://www.indoco.com/policies/policy-on-prevention-of-sexual-harassment-at-the-workplace.pdf</a>	Nil	Nil	N.A.	Nil	Nil	N.A.
	<a href="https://www.indoco.com/policies/code_of_conduct.pdf">https://www.indoco.com/policies/code_of_conduct.pdf</a>						
	<a href="https://www.indoco.com/policies/Whistle_Blower_and_Vigil_Mechanism.pdf">https://www.indoco.com/policies/Whistle_Blower_and_Vigil_Mechanism.pdf</a>						
Customers	Yes <a href="https://www.indoco.com/contact-us.asp">https://www.indoco.com/contact-us.asp</a>	73	Nil	N.A.	229	Nil	N.A.
	<a href="https://www.indoco.com/policies/grievance_redressal_policy_external.pdf">https://www.indoco.com/policies/grievance_redressal_policy_external.pdf</a>						
Value Chain Partners	Yes <a href="https://www.indoco.com/policies/grievance_redressal_policy_external.pdf">https://www.indoco.com/policies/grievance_redressal_policy_external.pdf</a>	55	Nil	N.A.	99	Nil	N.A.
	<a href="https://www.indoco.com/contact-us.asp">https://www.indoco.com/contact-us.asp</a>						

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy Management	Opportunity	Purchase of renewable energy and adoption of energy efficiency initiatives can assist reduce operating costs and offset emissions.	The use of solar power units, energy efficient machinery and LEDs to reduce power consumption.	Positive - Investments in renewable energy, energy-efficient machinery and processes has the potential to propel business in the long run via reduced operating costs.
2	Carbon Emissions	Risk	Increasing product demand will necessitate higher manufacturing capacity, resulting in a rise in emissions.	Implementation of energy efficient technologies in processes will help in reducing emissions and help the Company achieve its targets.	Negative- Investments in environmentally friendly technology and processes for reducing emissions will lead to increased operating costs.
3	Water Management	Risk	Water, being a limited resource on the globe and a vital component of all activities, poses a threat to future operations.	Devise tactics and conduct assessments to ensure maximum efficiency of Zero Liquid Discharge (ZLD) across all facilities, along with initiatives aimed at conserving valuable water resources.	Positive - No immediate financial impact is envisaged, and we are taking measures to guarantee effective water management to prevent this problem from getting out of hand.
4	Waste Management	Opportunity	The waste generated may be considered as a resource that may be utilised in the future, as well as a strategy to mitigate the negative environmental consequences of the business.	Implemented waste recycling procedures to minimize waste disposal. Additional actions are taken to ensure waste remains within permissible levels outlined by Central Pollution Control Board/State Pollution Control Board.	Positive - Waste is recycled and used both internally and outside, guaranteeing that operating costs are decreased.

<i>S. No.</i>	<i>Material issue identified</i>	<i>Indicate whether risk or opportunity (R/O)</i>	<i>Rationale for identifying the risk/ opportunity</i>	<i>In case of risk, approach to adapt or mitigate</i>	<i>Financial implications of the risk or opportunity (Indicate positive or negative implications)</i>
5	Value Chain Management	Risk	Because the product is reliant on the supply chain for the duration of its life cycle, a good contingency plan is essential to cope with unanticipated events that may disrupt the supply chain.	Employing a robust assessment method to analyze the repercussions of an unforeseen supply chain disruption and developing a thorough contingency strategy to mitigate substantial business disruptions. Assessing suppliers to ensure alignment with industry-specific responsible supply chain initiatives and compliance requirements.	Negative - Long-term effects on the business partnership might result from suppliers not adhering to the standards set by the growing industries. On the other side, ethical supply chain procedures will help the business deal with unanticipated supply chain interruptions and enhance its overall social and environmental performance.
6	Social Responsibility	Opportunity	Involvement in community development raises the standard of living in the region, producing future employment prospects as well as clients. Being a community benefactor also boosts the Company's reputation.	Community engagement activities are developed and implemented, which include both financial contributions to the community and initiatives carried out by the Company's CSR Committee.	Positive - CSR initiatives offer advantages to the community, fostering positive sentiment and elevating the Company's brand, resulting in enduring financial gains.
7	Diversity, Equity and Inclusion (DEI)	Opportunity	It gives the Company the opportunity to contribute to the advancement of society as a whole, as well as access to a bigger pool of talent for its personnel.	Emphasis is placed on facilitating the promotion of employees from diverse backgrounds, regardless of age, caste, gender, etc. This is achieved by creating a safer working environment through the formulation of policies that uphold equal rights and ensure safety.	Positive - The advantages stemming from DEI endeavors uplift employee morale and fortify the Company's workforce, yielding lasting financial advantages.

<i>S. No.</i>	<i>Material issue identified</i>	<i>Indicate whether risk or opportunity (R/O)</i>	<i>Rationale for identifying the risk/ opportunity</i>	<i>In case of risk, approach to adapt or mitigate</i>	<i>Financial implications of the risk or opportunity (Indicate positive or negative implications)</i>
8	Employee Welfare	Opportunity	Due to the importance of the employee as a component of the business growth plan, failure to exceed workforce expectations may have an adverse effect on the Company's retention rate and business continuity.	Particular attention is dedicated to aligning the health and other employee benefits with industry norms.	Positive- The costs associated with the benefits offered are crucial for the wellbeing of the workforce and for motivating employees, which improves the effectiveness of operations.
9	Product Responsibility	Risk	Considering the pharmaceutical industry's high sensitivity to product quality and safety problems, addressing product liability risks is critical.	Strict monitoring processes have been implemented to determine the safety and quality of the product.	Negative - Due to the delicate nature of pharmaceutical items, any compromise on the quality and safety of the products may have major financial and legal repercussions for the Company.
10	Attracting and retaining Talent	Opportunity	Because personnel is an important component of the business growth plan, failing to satisfy workforce expectations may have a negative impact on the Company's retention rate and business continuity.	The Company aims to retain talent by providing growth and learning opportunities to its employees via regular skill upgradation and regular reviews and appraisals.	Positive- A strong staff with a high retention rate shows the Company's commitment to offering a positive work environment, a proactive approach to workforce development, and increased productivity.
11	Health and Safety	Risk	Highly skilled workers and employees complete their duties more effectively, efficiently, and safely.	Continuous efforts are undertaken to keep the plants updated with the latest safety protocols, ensuring employee well-being and optimizing production.	Positive – Financial resources allocated for the initiatives on employee health and safety will potentially yield positive results in the long term.
12	Business Conduct and Ethics	Risk	Non-compliance with the Company's ethical standards could lead to the erosion of the Company's reputation, along with potential financial and legal repercussions.	Mechanisms for vigilant monitoring and adherence are established to ensure that all business operations align with the Company's values and standards.	Negative - A breach in any of the Company's commercial operations might place the Company at serious financial, legal, and reputational danger.



S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
13	Risk Management	Opportunity	Risk management of several Company components may aid in decision-making in order to maintain a sustainable and profitable business.	The Company analyzes risk management procedures in each function, assisting in the identification of potential future concerns, and takes the required actions to mitigate such risks.	Positive - In order to maintain profitability, the Company takes proactive steps to reduce future hazards.
14	Data Integrity and Security	Opportunity	The significance of technology and cyber security must be assessed on a regular basis in order to prevent breaches of data privacy involving sensitive information belonging to the business and its stakeholders.	Security systems, IT and monitoring systems, anti-virus, and patch management have all been reinforced to reduce the dangers connected with cyber security and data breaches.	Positive - A strong alignment of safe data integrity principles will ensure compliance with data security and privacy laws, prevent any data loss, and help the Company to comply with data security and privacy laws with the help of cutting-edge technology and digitalization activities inside its business processes.

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
<b>1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>b. Has the policy been approved by the Board? (Yes/No)</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>c. Web Link of the Policies, if available</b>	<a href="https://www.indoco.com/inv-corp-policies.asp">https://www.indoco.com/inv-corp-policies.asp</a>								
<b>2. Whether the entity has translated the policy into procedures. (Yes / No)</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>3. Do the enlisted policies extend to your value chain partners? (Yes/No)</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	WHO-cGMP
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	This being the inaugural year of this BRSR report, the data received from all aspects of business are being assessed. The targets will be based on the analysis of the data of the financial year 2022-2023, hence the commitments will be disclosed in the financial year 2024-2025.
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The performance of the Company against the commitments will be disclosed in the financial year 2024-2025.
<b>Governance, leadership and oversight</b>	
7. Statement by the director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	<p>At Indoco, we recognize our responsibility to conduct our business in a sustainable and socially responsible manner. Our commitment to sustainability extends beyond the products we manufacture and the services we provide. It encompasses all aspects of our operations, including our impact on the environment, the safety and well-being of our employees, and the communities in which we operate.</p> <p>We are dedicated to minimizing our environmental footprint by continuously improving our operations, reducing our energy consumption, and responsibly managing our waste and emissions. We are committed to promoting the health and safety of our employees by providing a safe work environment, supporting a culture of wellness, and investing in training and development.</p> <p>In addition to our internal sustainability efforts, we strive to positively impact the communities in which we operate. We support local initiatives, engage in philanthropic activities, and partner with organizations that share our commitment to sustainability and social responsibility.</p> <p>At Indoco, sustainability is not just a buzzword; it is a fundamental principle that guides our business decisions and actions. We will continue to strive for excellence in sustainability and uphold our commitment in making a positive impact on the world.</p>
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Sundeep V Bambolkar, Jt. Managing Director (DIN: 00176613)
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	No

**10. Details of Review of NGRBCs by the Company:**

Subject for Review	Indicate whether the review was undertaken by the Director / Committee of the Board / Any other Committee									Frequency (Annually / Half yearly / Quarterly / Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	The policies of the Company are reviewed periodically / on a need basis by department heads / director / board committees / board members, wherever applicable																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Status of compliance with all applicable statutory requirements is reviewed by the Board on a quarterly basis.																	

**11. Has the entity carried out an independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency**

Yes, the policies have been assessed during the Ecovadis Audit.

**12. If the answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:**

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable since the policies of the Company cover all Principles on NGRBCs.								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

### Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	4	The Company conducts familiarisation programmes for its Board of Directors at regular intervals which covers topics such Business and Operational performance of the Company, Regulatory Updates, Environment, Health and Safety and Risk Management.	100
Key Managerial Personnel	3	Leadership Development Programme, Financial Empowerment, Goal Setting & Interactive Session.	100
Employees other than BoD and KMPs	440	The Company offers training to its employees covering Health and Safety, Skill Enhancement, Human Rights, and Ethics among other aspects of the business. These training sessions encompass various topics, including Biomedical Waste Management, Fire Safety Measures (including drills), Phlebotomy Procedures, Emergency Evacuation Systems, Handling Adverse Events, Documenting Mock Drills, Personal Protective Equipment Training, Work Permit Awareness, Chemical Handling, and Workplace Hazard Awareness.	Refer Note*
Workers	51	The Company conducts comprehensive employee training sessions encompassing Health and Safety, Skill Enhancement, Human Rights, and Ethics. Topics covered include Biomedical Waste Management, Fire Safety Measures (with drills), Phlebotomy Procedures, Emotions & Neurosciences, ETI Base Code, Anti-Bribery, Corruption, and Fraud Policy, Sexual Harassment Awareness, Non-Conformity and Corrective Actions, EHS Management Review, Internal Audit, Roles and Responsibilities, Hazard Identification & Control, Job-Specific Hazards, Issuing Work Permits, Operating Fire Safety Equipment (extinguishers and hydrants), Safety Policy, Accident Prevention, and Emergency Exit Procedures.	Refer Note*

**Note\*** : As this marks the first year of reporting on our ESG aspects, we have included training details in the report. However, specific per-person training data was not gathered during this period. Protocols are now established to capture this information for the financial year 2023-2024.

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

<i>Monetary</i>					
<i>Particulars</i>	<i>NGRBC Principle</i>	<i>Name of the regulatory/ enforcement agencies/ judicial institutions</i>	<i>Amount (In INR)</i>	<i>Brief of the Case</i>	<i>Has an appeal been preferred? (Yes/No)</i>
Penalty/ Fine			Nil		
Settlement					
Compounding fee					
<i>Non-Monetary</i>					
<i>Particulars</i>	<i>NGRBC Principle</i>	<i>Name of the regulatory/ enforcement agencies/ judicial institutions</i>	<i>Brief of the Case</i>		<i>Has an appeal been preferred? (Yes/No)</i>
Imprisonment			Nil		
Punishment					

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

<i>Case Details</i>	<i>Name of the regulatory/ enforcement agencies/ judicial institutions</i>
Not Applicable	

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

Yes, the Company has an Anti-bribery and Anti-Corruption Policy. The Policy is available on the Company's website at the web link: [https://www.indoco.com/policies/anti-corruption\\_policy.pdf](https://www.indoco.com/policies/anti-corruption_policy.pdf)

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

<i>Particulars</i>	<i>FY 2022-23</i>	<i>FY 2021-22</i>
Directors	No Directors/KMPs/employees/workers were involved in bribery/ corruption both in FY 2022-23 and FY 2021-22. Hence, no action was taken by any law enforcement agency.	
KMPs		
Employees		
Workers		

**6. Details of complaints with regard to conflict of interest:**

Particulars	FY 2022-23		FY 2021-22	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	N.A.	Nil	N.A.
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	N.A.	Nil	N.A.

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

Not applicable, since no fines, penalties or actions were imposed by regulatory, law enforcement or judicial authorities on cases related to corruption and conflicts of interest.

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

**Essential Indicators**

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

Particulars	FY 2022-23 (%)	FY 2021-22 (%)	Details of improvements in environmental and social impacts
R&D	–	–	–
Capex	0.89	Refer Note*	Effluent Treatment Plant and Sewage collection systems set up have increased Waste management capabilities of the Company.

*Note\** - Sewage treatment plant was set up in financial year 2021-2022 with a capacity of 15 KLD.

**2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

No, the Company does not have procedures in place for sustainable sourcing, but a policy is being formulated encapsulating the procedures and guidelines for the same. This will be applicable from the financial year 2023-2024.

**b. If yes, what percentage of inputs were sourced sustainably?**

Not Applicable

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

The Company does not have procedures for reclaiming products at the end of life. Procedures are under development to address the issue and will be reported in the next financial year 2023-2024.

**4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes /No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes, Extended Producer Responsibility (EPR) is applicable to the entity's activities, but no plan has been shared with the Pollution Control Boards. Plans are being developed in collaboration with external and internal experts to implement and share with all relevant stakeholders in the next financial year 2023-2024.

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

**Essential Indicators**

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B / A)	No. (C)	% (C / A)	No. (D)	% (D / A)	No. (E)	% (E / A)	No. (F)	% (F / A)
<b>Permanent employees</b>											
Male	4,780	4,780	100	4,780	100	N.A.	N.A.	Nil	Nil	Nil	Nil
Female	461	461	100	461	100	461	100	N.A.	N.A.	Nil	Nil
<b>Total</b>	<b>5,241</b>	<b>5,241</b>	<b>100</b>	<b>5,241</b>	<b>100</b>	<b>461</b>	<b>8.80</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Other than Permanent employees</b>											
Male	2	2	100	2	100	N.A.	N.A.	Nil	Nil	Nil	Nil
Female	1	1	100	1	100	1	100	N.A.	N.A.	Nil	Nil
<b>Total</b>	<b>3</b>	<b>3</b>	<b>100</b>	<b>3</b>	<b>100</b>	<b>1</b>	<b>33.33</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**b. Details of measures for the well-being of workers:**

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B / A)	No. (C)	% (C / A)	No. (D)	% (D / A)	No. (E)	% (E / A)	No. (F)	% (F / A)
<b>Permanent workers</b>											
Male	815	815	100	815	100	N.A.	N.A.	Nil	Nil	Nil	Nil
Female	42	42	100	42	100	42	100	N.A.	N.A.	Nil	Nil
<b>Total</b>	<b>857</b>	<b>857</b>	<b>100</b>	<b>857</b>	<b>100</b>	<b>42</b>	<b>4.90</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Other than Permanent workers</b>											
Male	Not Applicable as there are no other than Permanent workers in the Company										
Female											
<b>Total</b>											

**2. Details of retirement benefits, for the current financial year and previous financial year**

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	35	47	Yes	34	45	Yes

**3. Accessibility of workplaces**

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

Yes, the Company has taken steps to accommodate differently-abled employees and workers at its corporate offices and plant locations. If any employees and workers with special needs require additional support or are facing accessibility challenges, they can contact the Human Resources (HR) department. The HR department will arrange the necessary accommodations in accordance with the equal opportunity policy, ensuring that every employee and worker has equal access to opportunities and resources.

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

The Company has established a policy on equal opportunity in compliance with the Rights of Persons with Disabilities Act, 2016. The Policy is available on the Company’s website at the web link: [https://www.indoco.com/policies/equal-opportunity-policy-as-per-the-rights-of-persons-with-disabilities-act\\_2016.pdf](https://www.indoco.com/policies/equal-opportunity-policy-as-per-the-rights-of-persons-with-disabilities-act_2016.pdf)

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

Gender	Permanent employees		Permanent workers	
	Return to work rate (%)	Retention rate(%)	Return to work rate (%)	Retention rate(%)
Male	N.A.	N.A.	N.A.	N.A.
Female	100	66.67	Nil	Nil
<b>Total</b>	<b>100</b>	<b>66.67</b>	<b>Nil</b>	<b>Nil</b>

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

Category of employees and workers	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	We are committed to ensuring inclusive environment, where people are treated with dignity and respect, so that employees can bring their best selves to work. We have various policies to effectively address grievances like Code of Conduct, Whistle-blower & Vigil mechanism Policy, Policy on Prevention of Sexual Harassment at the workplace. All the employees of the Company shall report any queries or complaints of violation or potential violation (with full details and evidence, if any) to the location Human Resources Department Head and to Corporate Human Resources Department on <a href="mailto:corporatehr@indoco.com">corporatehr@indoco.com</a> . All complaints, lodged with the location Human Resources Department Head or with Corporate Human Resources Department, will be promptly and discreetly investigated, provided allegations are authentic and specific. An Investigation Committee/Member, appointed by the Management, will investigate the complaints and upon completion, a report shall be submitted to the Management to take appropriate action. All complaints, identities, investigations, reports, testimonies, evidences, and all other associated documents, shall be kept strictly confidential.
Other than Permanent Workers	
Permanent employees	
Other than permanent employees	



7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:

Category	FY 2022-23			FY 2021-22		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or union (D)	% (D / C)
<b>Total Permanent Employees</b>	<b>5,241</b>	<b>Nil</b>	<b>Nil</b>	<b>5,015</b>	<b>Nil</b>	<b>Nil</b>
Male	4,780	Nil	Nil	4,556	Nil	Nil
Female	461	Nil	Nil	459	Nil	Nil
<b>Total Permanent Workers</b>	<b>857</b>	<b>91</b>	<b>10.62</b>	<b>899</b>	<b>91</b>	<b>10.12</b>
Male	815	64	7.85	857	64	7.47
Female	42	27	64.29	42	27	64.29

8. Details of training given to employees and workers:

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On skill upgradation measures	
		No. (B)	% (B / A)	No.(C)	%(C / A)		No. (E)	% (E / D)	No. (F)	%(F / D)
<b>Employees</b>										
Male	4,782	Refer Note*				4,559	Refer Note*			
Female	462					460				
<b>Total</b>	<b>5,244</b>					<b>5,019</b>				
<b>Workers</b>										
Male	815	Refer Note*				857	Refer Note*			
Female	42					42				
<b>Total</b>	<b>857</b>					<b>899</b>				

**Note\*** : As this marks the first year of reporting on our ESG aspects, we have included training details in the report. However, specific per-person training data was not gathered during this period. Protocols are now established to capture this information for the financial year 2023-2024.

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees</b>						
Male	4,780	4,542	95.02	4,556	Refer Note*	
Female	461	432	93.71	459		
<b>Total</b>	<b>5,241</b>	<b>4,974</b>	<b>94.91</b>	<b>5,015</b>		
<b>Workers</b>						
Male	815	766	93.99	857	Refer Note*	
Female	42	40	95.24	42		
<b>Total</b>	<b>857</b>	<b>806</b>	<b>94.05</b>	<b>899</b>		

**Note\*** : The documentation of performance review was not available with the breakdown of male and female employees and workers for the financial year 2021-2022. It has been recorded for financial year 2022-2023 and will be available in all future reports.

**10. Health and safety management system:**

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

Yes, the health and safety management system encompasses the entire workforce of the Company. This includes training on efficient health and safety management systems and facilities provided at all Company's sites.

The Company upholds a comprehensive EHS policy, prioritizing risk assessment. A dedicated EHS department, led by a recognized safety officer, ensures compliance. A robust accident/near miss reporting procedure is in place. PPE and regular safety training are provided to all relevant company personnel. Further, professionals draft an onsite emergency plan to ensure swift actions in times of need. Bi-annual mock drills are conducted at sites on the same. An Occupational Health Center operates with a medical officer and nurses available. Employee periodic medical check-ups are conducted to ensure the good health of employees. Quarterly fire drills underscore the commitment to a secure working environment.

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

Routine assessments are made by the plant personnel to determine any work-related hazards and are appropriately dealt with at the earliest. Further action is also taken on any similar issues brought to the attention of the employees and workers on the sites. The following are the details for the processes employed by the Company -

**Hazard Identification:**

Regular Inspections: Conduct routine inspections of the workplace to identify potential hazards. Trained personnel, such as safety officers or supervisors, may walk through the premises to visually inspect the equipment, work areas, and processes.

**Employee Reporting:**

Encourage employees to report hazards they observe or encounter during their work. This can be facilitated through incident reporting systems, safety suggestion boxes, or regular safety meetings.

**Review of Incident Reports:**

Analyze previous incident reports to identify patterns or recurring hazards that need to be addressed.

**Risk Assessment:**

Likelihood and Consequence Assessment: The Company assesses the probability and potential impact of potential hazards. This evaluation draws on historical data, expert opinions, or industry benchmarks.

**Risk Matrix:**

The Company often use a risk matrix that combines likelihood and consequence ratings to determine the level of risk associated with a hazard. This helps prioritize actions based on the severity of the risk.

**Quantitative or Qualitative Assessment:**

Risk assessments are conducted using qualitative methods, such as assigning risk ratings based on predefined criteria, or quantitative methods, which involve assigning numerical values to risks based on probabilities and impact scales.

**Control Measures:**

- i. Appropriate control measures are implemented to eliminate or minimize identified hazards and reduce associated risks.

- ii. Following the hierarchy of controls, giving priority to eliminating hazards at the source including engineering controls, administrative controls, and the use of personal protective equipment (PPE).
- iii. Regularly review and update control measures based on changing circumstances, new information, or feedback from employees.

**Review and Continuous Improvement:**

- i. Conduct regular reviews of hazard identification and risk assessment processes to ensure their effectiveness.
  - ii. Analyze incidents, accidents, near misses, and lessons learned to identify any gaps or areas for improvement.
  - iii. Provide training and communication to employees on hazard identification, risk assessment, and control measures.
  - iv. Encourage employee engagement and involvement in safety programs, including reporting hazards and suggesting improvements.
- c. Whether you have processes for workers to report work-related hazards and to remove themselves from such risks. (Y/N)**
- Yes
- d. Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)**
- Yes

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

<i>Safety Incident/Number</i>	<i>Category</i>	<i>FY 2022-23</i>	<i>FY 2021-22</i>
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	3	8
	Workers	7	8
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace:**

To ensure a safe and healthy workplace, our Company has implemented various measures and practices. Here are some common initiatives taken to promote workplace safety and well-being:

**Risk Assessment:**

Regularly assessing potential hazards and risks in the workplace to proactively address safety concerns.

**Safety Policies and Procedures:**

Established clear and comprehensive safety policies and procedures that guide employees in maintaining a safe work environment.

**Employee Training:**

Providing regular training sessions to employees on safety protocols, emergency procedures, and best practices.

**Safety Equipment and Facilities:**

Ensuring the availability of necessary safety equipment and facilities to protect employees from potential hazards.

**Health and Hygiene Practices:**

Encouraging good health and hygiene habits among employees to prevent the spread of illnesses and maintain overall well-being.

**Incident Reporting and Investigation:**

Implemented a system for reporting workplace incidents promptly and conducting thorough investigations to prevent future occurrences.

**Ergonomics:**

Focusing on ergonomics to design workspaces and tasks that minimize physical strain and promote employee comfort.

**Health Promotion and Wellness Programs:**

Introduced wellness initiatives throughout the Company that promotes physical and mental health among employees.

**Compliance with Regulations:**

Complying with all relevant safety and health regulations set forth by local and national authorities.

**Continuous Improvement:**

Striving for continuous improvement by regularly reviewing and updating safety measures to adapt to evolving circumstances.

**By diligently adhering to these measures, we are committed to fostering a secure and supportive work environment for all employees.**

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

<i>Particulars</i>	<i>FY 2022-23</i>			<i>FY 2021-22</i>		
	<i>Filed during the year</i>	<i>Pending resolution at the end of year</i>	<i>Remarks</i>	<i>Filed during the year</i>	<i>Pending resolution at the end of year</i>	<i>Remarks</i>
Working Conditions	Nil	Nil	N.A.	Nil	Nil	N.A.
Health and Safety	Nil	Nil	N.A.	Nil	Nil	N.A.

**14. Assessments for the year:**

<i>Particulars</i>	<i>% of your plants and offices that were assessed (by entity or statutory authorities or third parties)</i>
Health and safety practices	66.66
Working Conditions	66.66

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

No corrective actions were required as no significant risks/concerns arising from assessments of health and safety practices and working conditions were identified.

**PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**

**Essential Indicators**

**1. Describe the processes for identifying key stakeholder groups of the entity.**

The process of identifying key stakeholder groups in Indoco involves a systematic and comprehensive approach to understand and prioritize individuals, organizations, or entities that significantly influence the Company's operations, objectives, and outcomes. Initially, a stakeholder mapping exercise is conducted to identify potential stakeholders, including shareholders, customers, employees, regulatory authorities, healthcare professionals, suppliers, research institutions, advocacy groups, communities, competitors, and media.

Once identified, the stakeholders are prioritized based on their level of influence and impact on Indoco's operations and objectives. Stakeholders with higher influence and impact are given priority.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/ No)	Channel of Communication (Email/SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly/ Other please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement.
Shareholders	No	Press releases, website, analyst meets, analyst briefings, annual general meetings, Stock exchange and other communications, Financial Results, investor meetings/ conferences, Annual Report, Grievance redressal mechanism	Regular and as when required	Update shareholders/ investors on the business and financial performance, Company's strategy, potential opportunities and risks
Banks	No	E-mails, meetings, submissions, phone calls	Regular	<ul style="list-style-type: none"> <li>➤ Routine banking transactions</li> <li>➤ Drawdown limits</li> <li>➤ Lending terms</li> </ul>
Regulatory authorities	No	E-mails, meetings, submissions, Engagement through Industry Associations / committees	As and when required	To engage and make representations on various regulatory and policy issues

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channel of Communication (Email/SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half yearly/ Quarterly/ Other please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement.
Suppliers/ vendors	No	Physical and virtual meetings, calls, e-mail, website	Regular	<ul style="list-style-type: none"> <li>➤ Ensuring business continuity and maintenance of quality compliance</li> <li>➤ To identify and address any gaps at supplier facilities relating to cGMP practices</li> <li>➤ To address any feedback/ queries related to the product</li> </ul>
Employees	No	Digital and physical channels of communication including but not limited to e-mails, intranet, internal human resource portal, notice board, engagement initiatives, Townhalls, Grievance Redressal Mechanism, appraisal and training programmes.	Continuous	Health and Safety Awareness, skill upgradation for personal and professional growth, awareness of Company's Policies and grievance redressal, providing the latest and updated information on Company and industry developments
Distributors/ Carrying and Forwarding Agent	No	Mailers, Emails, phone calls	Regular and as and when required	<ul style="list-style-type: none"> <li>➤ Enhancing the reach of our medicines in various geographies</li> <li>➤ Developing strong partnerships for an uninterrupted supply of medicines</li> <li>➤ To address any query/ feedback by Distributors/ Carrying and Forwarding Agent</li> </ul>
Consumers	No	Customer meets, Emails, social media, website, Marketing & Communication	Frequent and need based	<ul style="list-style-type: none"> <li>➤ Increase awareness and educate to improve the health of our patients, identify and address the unmet patient needs and develop better products/ services for the patients</li> <li>➤ To address any concerns relating to our products, To create awareness about our products</li> </ul>

**PRINCIPLE 5: Businesses should respect and promote human rights**

**Essential Indicators**

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (C)	No. employees/ workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	5,241	Refer Note*		5,015	Refer Note*	
Other than permanent	3			4		
<b>Total Employees</b>	<b>5,244</b>			<b>5,019</b>		
<b>Workers</b>						
Permanent	857	Refer Note*		899	Refer Note*	
Other than permanent	Not Applicable as there are no other than Permanent workers in the Company					
<b>Total Workers</b>	<b>857</b>	<b>Refer Note*</b>		<b>899</b>	<b>Refer Note*</b>	

*Note\* : As this marks the first year of reporting on our ESG aspects, we have included training details in the report. However, specific per-person training data was not gathered during this period. Protocols are now established to capture this information for the financial year 2023-2024.*

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

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>	<b>5,241</b>	<b>Nil</b>	<b>Nil</b>	<b>5,241</b>	<b>100</b>	<b>5,015</b>	<b>Nil</b>	<b>Nil</b>	<b>5,015</b>	<b>100</b>
Male	4,780	Nil	Nil	4,780	100	4,556	Nil	Nil	4,556	100
Female	461	Nil	Nil	461	100	459	Nil	Nil	459	100
<b>Other than Permanent</b>	<b>3</b>	<b>Nil</b>	<b>Nil</b>	<b>3</b>	<b>100</b>	<b>4</b>	<b>Nil</b>	<b>Nil</b>	<b>4</b>	<b>100</b>
Male	2	Nil	Nil	2	100	3	Nil	Nil	3	100
Female	1	Nil	Nil	1	100	1	Nil	Nil	1	100
<b>Workers</b>										
<b>Permanent</b>	857	Nil	Nil	857	100	899	Nil	Nil	899	100
Male	815	Nil	Nil	815	100	857	Nil	Nil	857	100
Female	42	Nil	Nil	42	100	42	Nil	Nil	42	100
<b>Other than Permanent</b>	Not Applicable as there are no other than Permanent workers in the Company									
Male										
Female										

**3. Details of remuneration/salary/wages:**

Particulars	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	6	6,80,000	2	2,68,70,240
Key Managerial Personnel	2	97,17,540	Nil	Nil
Employees other than BoD and KMP	4,778	3,53,448	461	4,30,440
Workers	815	2,98,560	42	6,10,580

**4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes. Human Resources Head is the focal point for addressing human rights impacts or issues caused or contributed to by the business.

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

Our Human Rights Policy applies to all stakeholders and is available at weblink [https://www.indoco.com/policies/human\\_rights\\_policy.pdf](https://www.indoco.com/policies/human_rights_policy.pdf). We have various policies to effectively address grievances related to human rights issues. Under these policies, we have established a mechanism for receiving and managing complaints. We have a dedicated grievance channel through our Whistle-blower Policy, which allows stakeholders to report concerns confidentially to the Chairperson of the Audit Committee. The Company has a Code of Conduct and Policy on Prevention of Sexual Harassment at the Workplace against any kind of harassment whether sexual, verbal, physical or an act of exclusion which interferes with an individual's work performance or creates an environment which is hostile, offensive or intimidating.

**6. Number of complaints on the following made by employees and workers:**

Particulars	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	N.A.	Nil	Nil	N.A.
Discrimination at workplace	Nil	Nil	N.A.	Nil	Nil	N.A.
Child Labour	Nil	Nil	N.A.	Nil	Nil	N.A.
Forced Labour/ Involuntary Labour	Nil	Nil	N.A.	Nil	Nil	N.A.
Wages	Nil	Nil	N.A.	Nil	Nil	N.A.
Other human rights related issues	Nil	Nil	N.A.	Nil	Nil	N.A.

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

We believe in providing equal opportunity/affirmative action. We have formulated and implemented Code of Conduct, Whistle-blower & Vigil mechanism Policy, Equal Opportunity for Work and Pay Policy, Equal Opportunity Policy as per the Rights of Persons with Disabilities Act, 2016 and Policy on Prevention of Sexual



Harassment at the workplace to effectively prevent adverse consequences in discrimination and harassment cases. Complainants in discrimination and harassment cases are protected from adverse consequences as per the guidelines and provisions provided in the Policy on Prevention of Sexual Harassment at the workplace, Code of Conduct and such other aforesaid policies.

**8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, human rights requirements form part of our business agreements and contract.

**9. Assessments for the year:**

<i>Particulars</i>	<i>% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)</i>
Child labour	Nil
Forced/involuntary labour	Nil
Sexual harassment	Nil
Discrimination at workplace	Nil
Wages	Nil
Others – please specify	Nil

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

Not Applicable

**PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment**

**Essential Indicators**

**1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

<i>Parameter</i>	<i>FY 2022-23 (In MJ)</i>	<i>FY 2021-22 (In MJ)</i>
Total electricity consumption (A)	17,81,74,782	16,20,30,625.2
Total fuel consumption (B)	12,10,99,426	9,98,86,395
Energy consumption through other sources (Solar) (C)	21,23,733.6	0
<b>Total energy consumption (A+B+C)</b>	<b>30,13,97,941.60</b>	<b>26,19,17,020.20</b>
<b>Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)</b>	<b>1,839.89 (MJ/ Lakh Rs)</b>	<b>1,742.98 (MJ/ Lakh Rs)</b>
Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.	No, Independent Assessment/evaluation/ assurance has not been carried out by an external agency this year.	

**2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken if any.**

Since the Company is engaged in pharmaceutical sector, it is not identified as DC under the PAT scheme

3. Provide details of the following disclosures related to water, in the following format:

<i>Parameter</i>	<i>FY 2022-23</i>	<i>FY 2021-22</i>
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	0	0
(ii) Groundwater	96,538	1,12,907
(iii) Third party water	1,22,515.68	79,821.43
(iv) Seawater / desalinated water	0	0
(v) Others	1,15,440	1,06,936
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>3,34,493.68</b>	<b>2,99,664.43</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>2,47,109.68</b>	<b>2,17,061.42</b>
<b>Water intensity per rupee of turnover (Water consumed / turnover)</b>	<b>1.51 (KL/Lakh Rs)</b>	<b>1.44 (KL/Lakh Rs)</b>
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.	No, Independent Assessment/evaluation/ assurance has not been carried out by an external agency this year.	

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

Yes, among the total of 9 plants, research and development centre, and offices, our Patalganga plant has already implemented the Zero Liquid Discharge mechanism.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

<i>Parameter</i>	<i>Please specify unit</i>	<i>FY 2022-23</i>	<i>FY 2021-22</i>
Nox	µg/m <sup>3</sup>	85.01	64.46
Sox	µg/m <sup>3</sup>	121.91	261.93
Particulate matter (PM)	µg/m <sup>3</sup>	45.95	54.72
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others (Co <sub>2</sub> )	-	-	-
Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.	No, Independent Assessment/evaluation/ assurance has not been carried out by an external agency this year.		

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2022-23	FY 2021-22
Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	TCo <sub>2</sub> e	12,827.33	10,736.40
Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	TCo <sub>2</sub> e	44,543.70	40,507.70
Total Scope 1 and Scope 2 emissions per rupee of turnover	TCo <sub>2</sub> e/Lakh Rs	0.27	0.27
Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency	No, Independent Assessment/evaluation/assurance has not been carried out by an external agency this year.		

7. Does the entity have any project related to reducing Green House Gas emissions? If Yes, then provide details.

Yes, our manufacturing facility at Patalganga is actively procuring renewable energy, and there are plans in the pipeline to further reduce the Company's greenhouse gas (GHG) emissions via initiatives at other Company's facilities.

8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2022-23	FY 2021-22
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	208.3	160.41
E-waste (B)	1.79	2.12
Bio-medical waste (C)	11.3	7.94
Construction and demolition waste (D)	0	0
Battery waste (E)	2.47	0
Radioactive waste (F)	0	0
Other Hazardous Waste. Please specify, if any (G)	442.06	322.86
Other Non-hazardous waste generated (H). Please specify, if any (Break-up by composition i.e. by materials relevant to the sector)	-	-
<b>Total (A+B + C + D + E + F + G +H)</b>	<b>665.92</b>	<b>493.33</b>
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
Category of waste - Other Hazardous Waste		
(i) Recycled	213.38	133.64
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
<b>Total</b>	<b>213.38</b>	<b>133.64</b>
<b>For each category of waste generated, total waste disposed of by nature of disposal method (in metric tonnes)</b>		
(i) Incineration	92.82	100.28
(ii) Landfilling	81.04	56.7
(iii) Other disposal operations	278.68	202.7
<b>Total</b>	<b>452.54</b>	<b>359.68</b>
Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency	No, Independent Assessment/evaluation/assurance has not been carried out by an external agency this year.	

**9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

The following describe the waste management practices adopted in the various facilities of Indoco.

- i. The Company has a defined procedure for handling biological waste as outlined in SOP No: CR-GN-16-13. Biomedical waste, which includes infectious waste or medical waste, is described as solid waste generated during the diagnosis, testing, treatment, research, or production of biological products for humans or animals. Examples of biomedical waste include syringes, live vaccines, laboratory samples, body parts, body fluids waste, sharp needles, cultures, and lancets.
- ii. The Company has a separate dedicated room to store hazardous waste. This hazardous waste is sent to authorised vendor within 90 days, following the guidelines of the Central Pollution Control Board.
- iii. The hazardous waste is sent to a Common Hazardous Waste Storage and Disposal Facility or sold to authorized recyclers.
- iv. The Company has a system in place for the submission of Form-4, which is used for hazardous waste annual return.

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

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not Applicable as the Company does not have operations/offices in/around ecologically sensitive areas			

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable as during the current financial year, the Company was not required to undertake any Environment Impact Assessment under applicable regulations					

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

S. No.	Specify the law/regulation/ guidelines which were not complied with	Provide details of the non-compliance	Any fines / penalties /action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not Applicable				

Yes, the Company is compliant with the applicable environmental law/ regulations/ guidelines in India.

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

**Essential Indicators**

1. **Number of affiliations with trade and industry chambers/ associations:** Ten
2. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Indian Drug Manufacturers Association (IDMA)	National
2.	Federation of Pharma Entrepreneurs (FOPE)	National
3.	Himachal Pradesh Drugs Manufacturers Association (HPDMA)	State
4.	Pharmaceuticals Export Promotion Council of India (Pharmexcil)	National
5.	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
6.	Bombay Chamber of Commerce	State
7.	Maharashtra Economic Development	State
8.	Indo-German Chamber of Commerce	National
9.	Federation of Indian Export Organisations	National
10.	Indian Merchant Chambers	National

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

Name of authority	Brief of the case	Corrective action taken
Not Applicable as there is no action taken or underway against the Company on any issues related to anti-competitive conduct.		

**PRINCIPLE 8: Businesses should promote inclusive growth and equitable development**

**Essential Indicators**

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

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes /No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable as during the year, the Company was not required to undertake any SIA under the Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013.					

2. **Provide information on the project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not applicable						

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

The Communities can raise their grievances as per the mechanism provided in the Grievance Redressal Policy External available on the website of our Company.

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

<i>Particulars</i>	<i>FY 2022-23</i>	<i>FY 2021-22</i>
Directly sourced from MSMEs/ small producers	29%	26%
Sourced directly from within the district and neighbouring districts	10%	8%

**PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner**

**Essential Indicators**

**1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback**

**To Receive:**

- Consumer complaints can be communicated either orally or in written form or through any other means of communication like electronically.
- We have dedicated email Id for each facility to receive consumer complaints. Once the complaints are received the same are logged into the system.
- Any additional information related to the complaint can be requested through a letter or an email.

**Feedback:**

- A reply is prepared and sent to the complainant along with the investigation details.
- Any communication further received from the complainant is further assessed for any additional investigation, additional action plans or corrective actions.

**2. Turnover of products and/or services as a percentage of turnover from all products/service that carry information about:**

<i>Particulars</i>	<i>As a percentage to total turnover</i>
Environmental and social parameters relevant to the product	Refer Note*
Safe and responsible usage	100
Recycling and/or safe disposal	Refer Note*

*Note\*: The Company does not maintain/record data pertaining to the percentage of turnover of products of the Company that carry information regarding environmental / social parameters relevant to the product and recycling and/or safe disposal of the products. The Company is in compliance of applicable laws and regulations w.r.t. product labelling and information.*

3. Number of consumer complaints in respect of the following:

Particulars	FY 2022-23		Remarks	FY 2021-22		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	N.A.	Nil	Nil	N.A.
Advertising	Nil	Nil	N.A.	Nil	Nil	N.A.
Cyber-security	Nil	Nil	N.A.	Nil	Nil	N.A.
Delivery of essential services	Nil	Nil	N.A.	Nil	Nil	N.A.
Restrictive Trade Practices	Nil	Nil	N.A.	Nil	Nil	N.A.
Unfair Trade Practices	Nil	Nil	N.A.	Nil	Nil	N.A.
Other	73	Nil	N.A.	229	Nil	N.A.

4. Details of instances of a product recall on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	Nil	N.A.
Forced recalls	Nil	N.A.

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

Yes, the Company has Cyber Security policy and the same is available on the Company's website at the web link: [https://www.indoco.com/policies/information\\_technology\\_policy.pdf](https://www.indoco.com/policies/information_technology_policy.pdf)

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

Not Applicable

For and on behalf of the Board of Directors  
Indoco Remedies Limited

Sd/-

**Suresh G Kare**  
Chairman

DIN: 00179220

Place : Mumbai

Date : May 23, 2023

## Management Discussion and Analysis

### a) Indian Pharmaceutical Industry

The Indian pharmaceutical industry is currently the world's third-largest in volume and tenth-largest in size. The overall scale of the industry (including medications and medical devices) is about US\$43 billion and is currently seeing a growth pace of 7–8% in the drug market. Net exports (medicines and medical equipment) amount to about US\$20 billion, of which about 90% are medicines. Branded generic products lead the Indian pharmaceutical industry, contributing 70% of the market share in revenues. The generic drug market accounts for 21% of total revenue in the Indian pharmaceutical market, while over-the-counter drugs account for 9%. Regarding product diversities, the anti-infectious group dominates sales revenue, generating nearly 16% of overall pharmaceutical sales. Products like cardiovascular medication sales contribute about 13%, anti-diabetic drugs share around 7%, gastrointestinal drugs contribute 11%, vitamins 8%, minerals 9% and respiratory and pain/analgesic segments share about 7%. In comparison, other segments contributed approximately 29% of overall generic medicine sales in India, Indian products are shipped to over 200 countries around the globe, with Japan, Australia, West Europe and the US as the main destinations. The country exported around US\$18 billion in pharmaceutical products, with a reported rise of 10.72% from 2021 to 2022. Drug formulations and biologicals account for 77% of Indian pharmaceutical exports, with bulk and intermediate pharmaceuticals accounting for 21%. From 2021 to 2022, the share of bulk drugs, intermediate products, drug formulations and biologicals exported was around US\$176 billion. Meanwhile, generic medications account for 20% of global exports, making the country the world's top provider of generic pharmaceuticals in volume. Currently, the pharmaceutical industry contributes around 1.72% to the gross domestic product (GDP) of the country.

India is the largest provider of generic drugs globally and is known for its affordable vaccines and generic medications. The Indian Pharmaceutical industry is currently ranked third in pharmaceutical production by volume after evolving over time into a thriving industry and growing at a CAGR of 9.43% over the past nine years. Generic drugs, over-the-counter medications, bulk drugs, vaccines, contract research & manufacturing, biosimilars, and biologics are some of the major segments of the Indian pharma industry.

The Indian pharmaceutical sector supplies over 50% of global demand for various vaccines, 40% of generic demand in the US and 25% of all medicine in the UK. The domestic pharmaceutical industry includes a network of 3,000 drug companies and ~10,500 manufacturing units. India enjoys an important position in the global pharmaceuticals sector. The country also has a large pool of scientists and engineers with a potential to steer the industry to greater heights. India is rightfully known as the "pharmacy of the world" due to the low cost and high quality of its medicines.

According to a recent EY FICCI report, as there has been a growing consensus over providing new innovative therapies to patients, Indian pharmaceutical market is estimated to touch US\$ 130 billion in value by the end of 2030. Meanwhile, the global market size of pharmaceutical products is estimated to cross over the US\$ 1 trillion mark in 2023.



**b) Opportunities & Threats:**

The Life Sciences sector is witnessing uncertain yet promising scenarios. Acquisitions and investment will play a large role in shaping the pharmaceutical spaces globally and within the country. With a high trend in life expectancy and strong capital inflow, the life sciences sector is poised for growth over the coming years.

India is predicted to overshadow China as the most populated country in the world over the next decade due to an even higher fertility rate. India will be home to around 1.5 billion citizens by 2025. Consequently, the patient population will grow by more than 20% over the next ten years. This will result in a growing demand for treatment and medication, which poses an outstanding opportunity for the Indian pharmaceutical industry. With the increased prevalence of lifestyle-related illnesses, along with communicable and infectious disorders, there is likely to be a more significant cardiovascular disorder, oncology and diabetes related ailments.

As the pharma sector has successfully evolved from the Covid era, the focus on growth now shifts to mitigate the threats of higher borrowing costs around the globe, an increase in complexity and risk in external environments, as well as the compounding effects of each such force exerts on one another, not to mention the already existing challenges of cost savings, high cost of quality assurance, constant readiness to deliver on time and longer term external challenges.

**c) Risks & concerns:**

The pharmaceutical industry is facing upcoming challenges due to the impending patent cliff, thereby giving rise to a situation of 'Price War' among the generic players.

While research & developments can result in newer opportunities, the time span involved is considerable and the change in technology may outpace the outcome of such research much faster. While more and more drugs are brought under price control mechanism by various government throughout the world, the time span from research & development to commercialization may be outpaced by an even quicker pace of price reduction in various therapies worldwide.

**d) Internal control system and their adequacy:**

The Company has an Internal Control System, commensurate with the size of its operations. The Internal Audit department monitors and evaluates the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report, significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board. The Company's Internal Auditor also monitors and evaluates the internal control system and submits Quarterly Reports which are placed before the Audit Committee of the Board.

e) **Discussion on Financial performance with respect to Operational performance:**

Net revenues for the year are at ₹ 1638.13 crores, as against ₹ 1,502.70 crores last year. Other operating income in the current year is at ₹ 28.56 crores, as compared to ₹ 37.02 crores in the previous year. Material consumption to sales is 31.82% at ₹ 521.29 crores, as compared to 30.39 % at ₹ 456.75 crores in the previous year. Staff cost to sales is 19.60 % at ₹ 321.15 crores, as compared to 19.63 % at ₹ 294.95 crores in the previous year. Recurring R&D expenses to net sales are 4.94 % at ₹ 80.97 crores, as compared to 4.97 % at ₹ 74.64 crores in the previous year. Other expenses to sales are at 27.98 % at ₹ 458.39 crores, as compared to 25.71 % at ₹ 386.38 crores in the previous year. Finance cost to sales is at 1.53 % at ₹ 25.03 crores, as compared to 0.94 % at ₹ 14.14 crores in the previous year. Operating profit is at ₹ 270.23 crores, compared to ₹ 308.55 crores in the previous year. Depreciation is at ₹ 70.60 crores, as against ₹ 78.95 crores in the previous year. Profit / (Loss) Before Tax is at ₹ 191.59 crores, as compared to ₹ 236.23 crores in the previous year. Profit / (Loss) After Tax is ₹ 142.80 crores, as against ₹ 149.19 crores in the previous year.

Basic & Diluted Earnings Per Share (EPS) for the year is ₹ 15.34, as against ₹ 16.77 in the previous year (both after and before the extra-ordinary items). Outstanding long term debt as on March 31, 2023 was ₹ 143.50 crores, as compared to ₹ 95.88 crores in the previous year. Cash outflow on account of Capital Expenditure (CAPEX) during the year was ₹ 179.27 crores, as compared to ₹ 125.34 crores in the previous year. During the year, an amount of ₹ 63 crores was contributed to the national exchequer by way of payment of Income Tax and ₹ 18.09 crores by way of Goods & Services Tax (GST). Net worth of the Company as on March 31, 2023 was ₹ 1027.02 crores, as against ₹ 904.30 crores in the previous year, on account of retained profits. The Debt-equity ratio during the year was 0.19, as compared to 0.16 in the previous year.

**Key Financial Ratios**

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key financial ratios along with detailed explanation thereof.

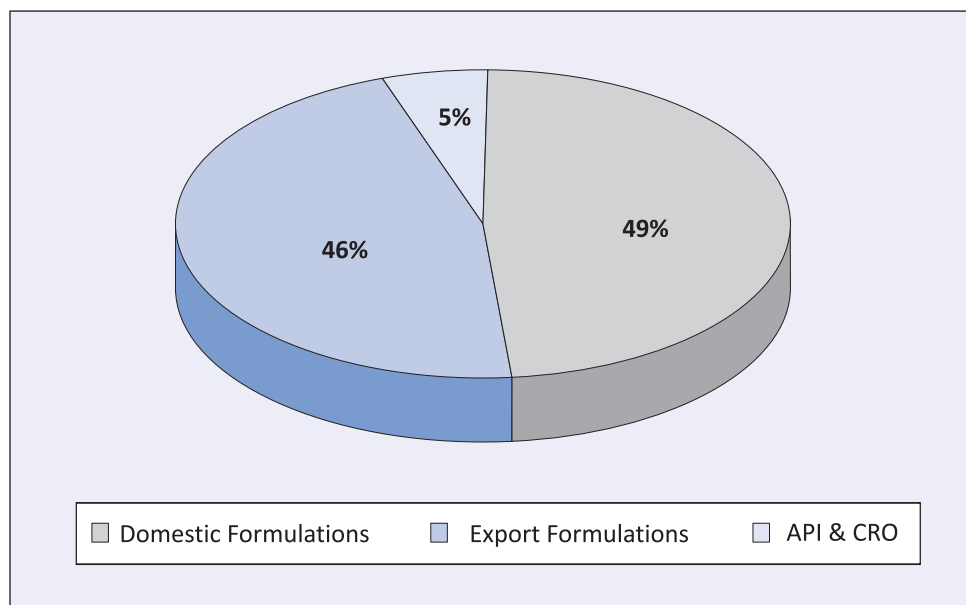
The Company has identified the following ratios as key financial ratios:

Particulars	Standalone		Change %	Consolidated		Change %
	As at 31.03.23	As at 31.03.22		As at 31.03.23	As at 31.03.22	
Debtors Turnover	4.7	5.1	-7.84	4.7	5.1	-7.84
Inventory Turnover	5.0	4.8	4.17	5.0	4.8	4.17
Interest Coverage ratio *	7.0	10.4	-32.69	7.0	10.1	-30.69
Current Ratio	1.9	1.8	5.56	1.9	1.8	5.56
Debt Equity Ratio	0.19	0.16	22.36	0.19	0.16	22.36
Operating Profit Margin (%)	16.5	20.5	-19.51	18.2	20.5	-11.22
Net Profit Margin (%)	8.6	10.3	-16.50	8.7	10.3	-15.53
Return on Net Worth (%)	13.8	17.1	-19.30	14.0	16.5	-15.27

Note : \* Decrease was primarily on account of decrease in profits and increase in the borrowings. Previous years figures have been regrouped and reclassified wherever necessary.

f) **Business Overview**

**Segment wise revenue contribution**



**Domestic Formulation Business:**

Indoco is ranked among the top 30 companies in the Indian Pharmaceutical Market (as per Sales Audit Report of All India Organization of Chemists and Druggists-AIOCD).

With pan India presence and adding new products year on year, Indoco has been able to maintain growth in its domestic formulation business.

The Company offers high quality medicines in multiple therapeutic categories, which include diabetology, respiratory, stomatology, women's health, nutritional products, gastroenterology, cardiology, metabolic disorders and primary care medicines. The Company has a predominant presence in South (34%) and West (31%), followed by East (20%) and North (15%). The Company caters to multiple doctor specialties and generates more than 109 million prescriptions annually from over 3,00,000 doctors across India (as per IQVIA Medical Audit Prescription Data).

**Performance of key therapy areas:**

(₹ in Lakhs)

<b>THERAPY</b>	<b>Cont %</b>	<b>2022-23</b>	<b>2021-22</b>	<b>Gw %</b>
Stomatologicals	20.2	<b>16,221</b>	14,960	8.4
Gastro Intestinal	15.1	<b>12,092</b>	10,492	15.2
Respiratory	15.0	<b>12,022</b>	14,797	-18.8
Anti-Infectives	14.9	<b>11,932</b>	14,370	-17.0
Vitamins / Minerals / Nutrients	6.8	<b>5,431</b>	5,149	5.5
Ophthal / Otologicals	5.4	<b>4,330</b>	3,826	13.2
Dermatology	4.4	<b>3,552</b>	2,939	20.8
Gynaec.	4.3	<b>3,455</b>	4,067	-15.0
Pain / Analgesics	4.0	<b>3,195</b>	3,001	6.5
Urological	3.7	<b>2,949</b>	1,901	55.1
Anti-Diabetic	3.0	<b>2,375</b>	2,944	-19.3
Cardiac	2.3	<b>1,826</b>	1,668	9.5

The Company enjoys a good position in the domestic market, with 45 products ranking amongst the top 5 positions in their respective sub-segments:

<b>Product</b>	<b>RANK MAT</b>	<b>Broad Therapy</b>	<b>Market Share % (Respective Sub-Segments)</b>
Cycloпам	1	Gastro Intestinal	49.9
Sensodent-K	1	Stomatologicals	97.7
Karvol Plus	1	Respiratory	65.6
Sensoform	1	Stomatologicals	60.3
Cital UTI	1	Vitamins / Minerals / Nutrients	26.6
Kidodent	1	Stomatologicals	63.2
Rexidin M	1	Stomatologicals	80.0
Lignox A	1	Pain / Analgesics	75.8
Dentogel	1	Stomatologicals	17.0
Aloja	1	Anti Diabetic	100
Homide	1	Ophthal / Otologicals	88.7
Renolen	1	Ophthal / Otologicals	52.2
Noxa	1	Derma	26.4
Dexoren – S	1	Ophthal / Otologicals	93.4

<b>Product</b>	<b>RANK MAT</b>	<b>Broad Therapy</b>	<b>Market Share % (Respective Sub-Segments)</b>
Aloja M	1	Anti Diabetic	100
Sensodent-KF	1	Stomatologicals	47.8
Snowdent	1	Stomatologicals	100
Febrex Plus	2	Respiratory	13.4
SM Fibro	2	Vitamins / Minerals / Nutrients	22.1
MCBM 69	2	Gynaecological	21.4
Sensodent-K Plus	2	Stomatologicals	20.0
Zincoren	2	Ophthal / Otologicals	16.4
Bflorein	2	Ophthal / Otologicals	10.4
Cyclopam Plus	2	Gastro Intestinal	26.3
Rexidin Plus	2	Stomatologicals	15.8
Sensodent-R	2	Stomatologicals	5.2
Fedris	2	Respiratory	28.2
Dropizin	3	Respiratory	11.1
ATM	3	Anti-Infectives	8.7
Cital	3	Urology	25.4
Cloben G	3	Derma	10.9
Carmicide	3	Gastro Intestinal	5.5
Otores	3	Ophthal / Otologicals	13.5
Rexidin SRS	3	Stomatologicals	9.2
Macuchek	3	Ophthal / Otologicals	7.0
RR Sensiform Dental	3	Stomatologicals	7.5
Scabex	4	Derma	8.6
Mofloren LP	4	Ophthal / Otologicals	6.6
Tuspel	4	Respiratory	2.9
Vepan	4	Anti-Infectives	7.4
Oxipod	5	Anti-Infectives	6.3
Hemsyl	5	Blood Related	8.8
Cital-H	5	Urology	3.2
Nosic	5	Gastro Intestinal	3.0
Mofloren-D	5	Ophthal / Otologicals	7.1

(Source : AWACS)

## **Domestic Marketing Divisions:**

### **Indoco Pharma**

Indoco Pharma division holds a 5.94 % Market share in covered market, with respect to the products wherein Pharma division products/therapies are presently promoted, with cumulative prescription growth of 36% and prescriber growth of 9.7% in February 2023, the division launched Ninaf (Naftifine 2% Cream). Ninaf is a next generation topical allylamine antifungal agent. (Topical allylamine antifungal agent is approved by USFDA and DCGI) Ninaf brand has superior antifungal action with once daily application, that will help to improve patient compliance. These advantages make Ninaf an ideal partner with oral therapy in the management of fungal infection. With a strong presence in GP, the launch of this new product will further strengthen the division's portfolio. This will be the next mega launch in continuation to the successful launches such as Noxa (Rank No.1\* in the Ozenoxacin market) & Subitral (Rank No 8 in the SUBA Itraconazole market).

Cyclopam reached a new mark with 176<sup>th</sup> Rank among all brands in IPM, with a prescription growth of 45%. With focused promotion of Oxipod to key specialties such as GP/Paed/ ENT, prescribers have grown by 28.6%. Cital UTI, with its unique “Non-Antibiotic therapy” promotional model has maintained its No.1 rank\* in its respective category. Karvol Plus digital promotion gained momentum for the brand with > 1.9 crore impressions recorded in January 2023.

Now Indoco Pharma division will focus on major specialities such as GP, CP, Paediatricians, and Gynaecologists, who have high prescription potential for newly launched brands, while maintaining focus on legacy brands (AWACS Mar'23).

### **Indoco Spade**

The year 2022-23 was a very important year for Indoco SPADE in terms of building new brands. This is a very significant step for the division as the team is already well known for its big brands like Febrex Plus and ATM.

The division, which has anti-infectives and respiratory care as part of its portfolio, enjoys strong equity among General Physicians, ENT surgeons and pediatricians to a large extent. Given its strong franchisee in the respiratory segment, there was a need to build up this portfolio further. Dropizin was launched with the objective of building it further.

Team SPADE has taken up the launch of DROPIZIN right earnestly and has established it as the ‘Best Launch’ in INDOCO REMEDIES so far. The brand is also in the race to earn the BEST LAUNCH award of the industry in the coming year.

During the year, ATM was awarded the ‘Champion Brand of the Year’ award for its outstanding performance. ATM also continued its progress as the best performing Azithromycin brand as per AWACS for FY 2022-23.

### **Indoco Warren NxGen**

Warren NxGen continues to thrive on developing newer niche segments catering to the specific needs of patients.

In this quest the product range has been expanded to various other categories which has increased the product offering and options for consumers. The prescription and prescriber share have increased across all specialities which signifies acceptance by the medical fraternity.

Many initiatives to increase awareness on the importance of oral health have been taken under the guidance of medical practitioners. These will certainly boost the confidence of general population to abide by recommendations to promote oral health. Warren NxGen will continue to pioneer in its journey towards providing innovative products.

### **Indoco Warren ACE**

Harbouring the legacy brands viz. Sensodent K & Sensiform, Warren Ace continues to penetrate the market through various strategies. These initiatives have created deeper penetration and competitive edge in a very intense sensitivity market. The Pain Management portfolio gives an immense opportunity and is also an indispensable part of dental treatment for the division.

New age marketing tools like digital marketing has been a critical area of focus to reach out to the newer consumer base. With the legacy of large brands and the new age marketing outlook will ensure a healthy growth for the division.

### **Indoco Spera**

Indoco Spera division is a specialised division to cover the Gynecologists & caters to women's health. The product mix includes, nutraceutical brands for pregnancy care like MCBM 69, METHYCAL & NOSIC and lifestyle management products like D-CHIRO PLUS & KG LOW. Differentiated brands like Methycal 2000 with unique technological advantage helps to stand distinctly in the crowded market. Scientific activities like Continuing Medical Education (CMEs) - SPERACON & Round Table Meets (RTMs) have helped to establish Spera as a scientific oriented division among Gynecologists & Key Opinion Leaders (KOLs). Participation in All India Gynecology Conference (AICOG) and other state conferences has also strengthened the division's presence in the market. Customer centric approach through patient awareness activities and patient camps, viz., Synergy camps and STAR Hemoglobin detection camps for pregnant women has helped the division to garner attention of the Gynecologists. Spera launched dydrogesterone (gynaecological hormone) for precious pregnancy with the objective to further increase productivity and strengthen focus on Gynecologists.

### **Indoco Excel and Vision**

Excel & Vision caters to Ophthalmology with a wider therapeutic range. Product range covers acute, chronic surgical disorders in ophthalmology. The ingredients and packaging materials of some of these products are formulated in state-of-the-art plants.

The division has achieved ever highest sales of ₹ 55 crores with 16 % growth and 3.65% market share. (AWACS Mar'23). Growth driver brands are at the forefront with double digit growth.

In the year 2022-23, extensive focused efforts are given to the IMP' Prime basket, this has resulted in substantial increase in IMP' prime contribution up-to 54%, which is so far the highest. This is positively impacting the profitability of the Excel division. The major growth driver brands like

Mofloren Group, Irivisc Group & PGVISC are spearheading the performance with 15.3% internal YTD growth. All IMP group brands are growing at par with the market, Mofloren : 20 %, Mofloren D : 17% & PGVISC : 40% (AWACS Mar'23).

In the year 2022-23, strategic steps into product upgrades for focused brands were taken, starting with the launch of IRIVISC 15 ml pack – a major boost for the CMC basket. The division has been successful in putting IRIVISC on a positive growth and this will ensure good consolidation in FY 23-24. Nepachek has created a large impact for its new formulation i.e. BAK free and is now growing at 48% in Nepafenac market against IPM growth of 14% (AWACS Mar'23)

For FY 2023-24, the division is aiming at building big new brands in the Ophthalmology segment and will make efficient promotional effort to significantly increase size and profitability of the division.

### **Indoco Synergy**

Indoco Synergy is the newly formed division with the primary objective of strengthening its foothold among the Endocrinologists, Diabetologists, Cardiologists and CPs. The division offers a wide range of diabetic portfolio with brands like Aloja group (Alogliptin & Comb.), Glychek Group (Gliclazide & Comb), Prichek Group (Glimepiride & Comb), J-Ring Group (Teneligliptin & Comb.), Telmichek Group (Temisartan & Comb.) & Cal-aid (Calcitriol & Comb.) to meet the requirement of every Diabetic patient. As an inception year, Synergy participated in all major conferences in therapy like RSSDI, CSI & ESICON, IDS, giving exposure to Aloja, Glychek & Telmichek to over 12,000 doctors, who participated in the conference. In 2022-23, on performance parameter, IQVIA showed a significant jump in prescription and prescriber with 25% & 15% respectively. The division is in the process of strengthening its portfolio as per the needs of Diabetes practitioners

### **Institution**

The Institution division covers most of the Central, State Government and Public Sector Undertakings, including TNMSC, ESIC & ESIS, Indian Railways, Command & Military Hospital, CGHS, BHEL, BEML, HAL, ONGC and Port Trusts. Indoco is registered with most of these government institutions and participates in annual rate contracts and local tenders for branded and proprietary products. The division aims to get the products registered and add proprietary products to the formularies of prestigious government institutions. The division has a good range of Anti-Diabetic, Analgesics, Anti-Haemorrhoidal cream and calcium preparations.

### **Branded Generic**

This division was launched in 2021 with 20 products. In the second phase the division introduced 54 new products and in the third phase, 52 products were introduced, taking the total product range to 124 products. This division has Anti-diabetic, Analgesic range of tablets and topical preparations, Anti-hypertensive, Protein Supplements, Multivitamin range of tablets & syrups, Antibiotics tablets, syrups & Injectables, Oral Rehydration Powders, Antacids, Antihistaminic etc. The division is planning to make this a product basket of 200 by the end of March 2024.



### New Product Launches:

To cater to the increasing demands in the domestic market, Indoco has successfully launched three new products viz. **Fedris tablets** in the Respiratory segment, **Ninaf cream** in the Dermatology segment and **Ladyboon tablets** in the Hormonal segment.

### International Business:

Pharmaceuticals is one of the top ten attractive sectors for foreign investment in India. The pharmaceutical exports from India reach more than 200 nations around the world, including the highly regulated markets of the USA, West Europe, Japan, and Australia. Nearly 40% of US generic demand and almost 25% of UKs pharmaceutical products demand are catered from India.

Indian drugs are exported to more than 200 countries in the world, with the US being the key market. Generic drugs account for 20% of global exports in terms of volume, making the country the largest provider of generic medicines globally. Out of the total export earnings accounted for in India, approximately 6% are generated from pharmaceutical sales alone.

India has the largest number of USFDA approved facilities, which is next only to the number of such approved facilities in the USA itself.

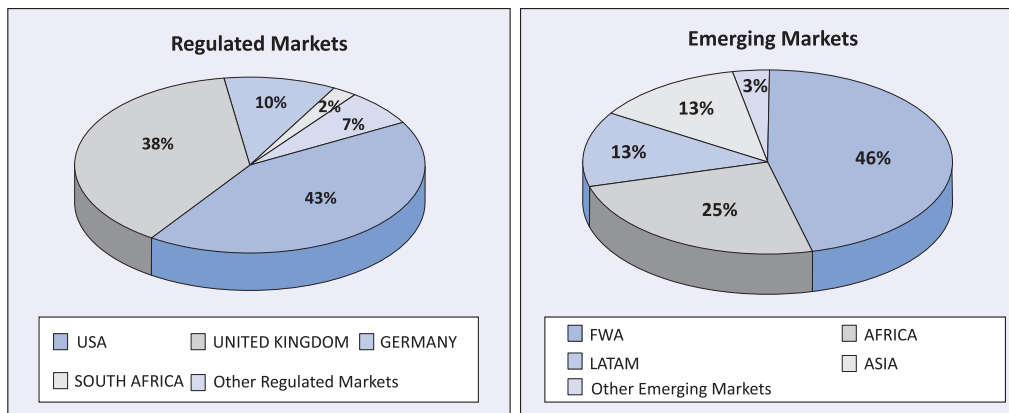
India's export performance was resilient inspite of all macro head winds and is currently poised for a steady growth.

There have been significant new launches, business deals and tender wins in important markets, which have contributed to the growth of Indoco's international business.

### North America Business

North America Business recorded a growth in sales by total sales of 25% as compared to the previous financial year. Indoco was successful in launching 2 injection products through its' front end partner. Indoco was also successful in winning the incremental business awards for an oral solid & an ophthalmic product. Executed License, supply & distribution agreement with one of the biggest wholesalers in the USA to commercialize Lacosamide Tablets. Indoco filed 2 ANDAs and received approval for an Injection & an ophthalmic product in FY 23.

### Country Wise / Region wise Sales Contribution



### The status of ANDAs as on March 31, 2023

<i>Particulars</i>	<i>Own Filings</i>	<i>Through Partner's</i>	<i>Total</i>
Approvals till date	15	15	<b>30</b>
Filed, but pending approval	12	13	<b>25</b>
<b>Total</b>	<b>27</b>	<b>28</b>	<b>55</b>

#### Europe

In the European Pharmaceutical market, Generic drugs accounted for 26.8% of the market. (~ \$72.5 billion)

Indoco has shown a growth of 17.5% in the Financial Year 22-23 to a total of ₹ 320 crores. With a second consecutive win for a major tender in Germany and the launch of three new products in the UK, the Company well on its way to achieving growth goals. The Company has also signed a new multi-territory deal and finalized deals to enter a couple of new countries in Europe. In addition, the Company has successfully developed a portfolio for the future with in-licensing deals and are on the lookout for external supplies.

#### South Africa, Australia and New Zealand

##### SOUTH AFRICA-

Indoco received 15 Marketing Authorizations with SAHPRA in FY 22-23 along with commercial orders. Indoco won prestigious South African tenders for some of the formulation products. There have been successful Product Launches with multiple partners. Indoco received high value orders from the South Africa market.

##### NEW ZEALAND-

Indoco launched Paracetamol in the private market with a new distributor. Indoco received 6 Marketing Authorizations

##### AUSTRALIA-

Indoco received TGA Approval for its oral solid facility in Goa in the month of September-2022. Indoco managed to get re-launch orders for a few products. Indoco filed 4 sterile products with the TGA and is currently awaiting product registrations.

#### Emerging Markets

**Africa** - The Company Acquired ready MAs from third party for FWA markets, launched in two countries Ivory Coast and Congo. Initiated business in two new countries i.e. Democratic Republic of Congo and Tchad.

**East Africa** -Participated in KDA Dental conferences and OSK ophthal conference. ABZ No. 1 brand in Kenya.

**New geography-** The Company Started a new business model, out licensing in Zimbabwe. New country identified Angola, Madagascar won tender in Botswana.

**Asia – Sri Lanka-** Won SPC tender-Salaz,

**Myanmar-** Indoco won a private hospital tender for few products. Appointed new distributors for 9 products.

**Malaysia-** Arian tender awarded for 2 year supply, signed agreement with new customers in Thailand Philippines.

**CIS- Uzbekistan-** Registration received for two new products and signed agreement with new customer.

**MENA-Afghanistan-** 1<sup>st</sup> commercial supply of multiple products.

**UAE-** New products Bloat EZ launched successfully. Oman- 1<sup>st</sup> commercial order received for ophthalmic products.

### **LATAM**

Latin America has a large population and expanding healthcare demands, making it a key market for the pharmaceutical sector. Latin American governments' efforts to reduce costs and the rising acceptance of these goods by patients and healthcare professionals are driving market growth for generic medications and biosimilars.

Indoco has strategically filed 40 new dossiers in various countries. The Company received its first registration in Paraguay as it ventures into a new Country. In Chile's MOH and pharmacy tenders, the Company have won a 100% market share for some of its products. Indoco aims to gain inroads through new strategic in-licensing with the new product pipeline.

### **API Business :**

The Active Pharmaceutical Ingredient (API) is the core strategic business unit for the organization. Indoco realized that backward integration is the key to success in the formulation business and, hence, an API manufacturing facility at Patalganga (in Maharashtra) is fully operational and ensures that the majority of the Company's ANDAs and Dossier filings are backed by its own APIs.

Over the years due to growing demand, both for captive as well as for external sales, the API manufacturing capacity was expanded by the commissioning of a new multipurpose manufacturing block at Patalganga.

In addition the Company has two more manufacturing sites at Rabale (Thane) to manufacture small volume and high value APIs, and an intermediate manufacturing facility, that supplies intermediates to both the Patalganga and Rabale plants.

High quality manufacturing standards, backed by the state-of-the-art manufacturing facilities that are audited and approved by various regulatory agencies like the USFDA, EDQM, TGA- Australia, PMDA- Japan, KFDA- Korea, make Indoco one of the most trusted and Quality driven API Manufacturing companies in the world.

Indoco offers a broad portfolio of APIs across various therapeutic categories like anti-diabetic and anti-gout and has a leadership position in Ophthalmic APIs.

With a strategic focus on New and Complex APIs, adding new manufacturing capacities and consolidating the existing ones with a profitable product mix and also backed by DMFs (Drug Master Files) and Certificates of Suitability (CEPs), the API division is well positioned to register an impressive growth in the coming years.

#### **Research and Development:**

The R & D approach in Chemical research includes synthetic chemistry consisting of generic research, custom synthesis, contract research, the development of new polymorphs and impurity synthesis. The analytical research consists of method developments, method validations, spectral analysis, impurity isolation, identification and synthesis.

The Research Team continues to file technology patents in India and Regulated markets. For the year 2022-2023, two patent applications were filed, and two patent applications which were filed earlier were granted by the Indian Patent Office. The examination reports of other patents were duly addressed by filing responses with the patent office. A few more patent applications are in the prosecution stage in India. In the coming financial year, Indoco intends to file multiple patent applications for novel formulations and processes.

The IPR Cell is actively involved in filing and prosecution of patent applications in different territories. It is well equipped with different patent search tools and has access to various scientific journals.

Out of several approved ANDAs many are niche products. Currently, many Solid oral and Injectable ANDAs are in various phases of registration and expect approvals in due course. A complex generic MUPs project (multi-unit particulate systems) is completed and awaiting ANDA approval.

With the capabilities developed at Indoco, the organisation is one of the most preferred partners for many large pharmaceutical companies globally. Plans for expanding into different therapeutic chronic ailment categories backed by the products developed by R&D, will further potentiate the future growth of the organisation.

#### **Regulatory Affairs:**

The Regulatory team comprises of 45 members, engaged in the submission of Dossiers to Regulatory Authorities across the globe. Indoco holds more than 25 ANDAs for the US and has recently secured approval of Lacosamide tablets on the day of the patent expiry. Moreover, Lacosamide Injection of Indoco is the first generic version approved immediately after the patent expiry and is the only generic product currently available in the US market. New Marketing Authorizations and market extensions have been granted for Europe as well. Indoco is working towards establishing its own identity in UK through Marketing Authorizations from the MHRA. Over 790 products are registered across more than 50 countries in emerging markets. In addition, Indoco possesses Drug Master Files for 26 Active Pharmaceuticals (APIs).

The regulatory function is equipped with eCTD software to support submissions in all advanced countries and a software for Structured Product Labelling (SPL) to support US applications. Electronic submissions of DMFs and Dossiers are done through the Electronic Submission Gateway (ESG) to the USFDA and through the Common European Submission Platform (CESP) to EDQM and other European National Competent Authorities (NCA) and through a specific National Portal of the MHRA for submissions to UK.

#### **AnaCipher (CRO):**

AnaCipher Clinical Research Organisation offers a comprehensive range of clinical research services including Pharmacovigilance, Bio-availability, Bio-equivalence, Pharmacokinetics, Food effect, Taste evaluation, Steady state and multiple dose studies.

The CRO is equipped with 150 beds in four clinics, a volunteer database of over 23,000, 8 LC-MS/MS, an in-house NABL approved Clinical laboratory, volunteer cross participation track software, a wireless nurse call system, walk-in freezer with 24X7 monitoring, pharmacy with a walk-in stability chamber, 21 CFR compliant archival and IT infrastructure, round-the-clock qualified physician availability and Tertiary hospital care assistance.

The state-of-the-art facility is spread over a 40,000 sq. ft. area located in Hyderabad, India. AnaCipher CRO has been successfully audited and approved by diverse global authorities, including the European agencies (Germany, Netherlands, Italy, Spain, France), UKMHRA, WHO, ANAMED Chile, Gulf Co-operation Council (GCC-Middle East), CDSCO, and USFDA with zero 483s in the last seven (7) inspections. Apart from these, product based approvals have been received from Algeria, Australia-TGA, Belarus, Canada- TPD, China-NPRA, Costa Rica, Indonesia, Lebanon, Libya, Malaysia-NPRA, Oman, South Africa, Taiwan and Ukraine.

#### **Indoco Analytical Solutions (IAS), Rabale**

Indoco houses a separate Indian FDA, USFDA and Health Canada (HC) approved public testing Lab at its R&D Centre at Rabale. Indoco Analytical Solutions (IAS) is equipped with the latest and most sophisticated analytical instruments. IAS provides extractable and leachable (E&L) studies for drug-device combinations. IAS provide de-formulation studies of RLDs to generic formulation developing companies. IAS provides elemental impurities assessment in pharmaceuticals as per ICH Q3D. The lab is well equipped to provide potential Genotoxic, Nitrosamine and Azido impurities testing in drug substances and drug products along with In Silico toxicity assessment as per various regulatory requirements. Identification, isolation, and characterization of impurities in pharmaceuticals are also carried out at IAS. IAS provides crystallographic services by carrying out patent evaluation studies for polymorphism in drug substances and drug products. IAS is completely equipped to carry out thermal studies on drug substances and drug products. As a part of expansion, IAS has added more sophisticated instruments this year, worth about ₹ 9 crores.

### Intellectual Property Rights (IPR):

The Company has from time to time added to its kitty of Intellectual Property by obtaining patents for its innovative manufacturing processes. The IPR Cell is actively involved in the filing and prosecution of Patent applications in different territories. It is well equipped with different patent search tools and has access to various scientific journals. The patent applications are filed in the respective countries based on the market potential.

#### Status of patent applications filed:

<i>Patent Applications</i>	<i>India</i>	<i>PCT</i>	<i>Europe</i>	<i>USA</i>	<i>Japan</i>	<i>Total</i>
APIs	44	18	5	4	1	72
FDFs	32	5	2	2	-	41
<b>Total</b>	<b>76</b>	<b>23</b>	<b>7</b>	<b>6</b>	<b>1</b>	<b>113</b>

Out of the 72 API patent applications filed, 28 applications were accepted and patents granted. Out of the 41 patent applications filed, 22 were granted patents for Finished Dosage Forms (FDFs).

#### g) Human Resources:

Human Resource Management plays a key role in developing, reinforcing and strengthening the culture of Indoco. All significant functions initiating from Emoluments, Performance Management, Training and Development, Recruitment & On-boarding right up to the pinnacle of reinforcing the values and ethics are all essential elements taken care by the Human Resource Team @ Indoco.

Team H.R. contributes positivity to create strategies for the growth of business as well as the quality of life of every Indocoite. The Company firmly believes that people are the greatest assets and adopt best practices to ensure healthy employee relations, employee growth and overall development of each and every individual.

Various Training Programs and Employee Welfare initiatives continued phygital i.e. online as well as physical classroom and outdoor training during the year.

These initiatives develop the overall persona of every indocoite and enhance team building, values and ethics and sense of oneness from every location and strata of workforce.

**THE NEXT ORBIT** : 'Lets us Trans Perform' - A Leadership Management Program, wherein a clear next phase of growth plan is in place aligned with an overall financial goal, which will take the organization into a great leap of the Next Orbit. This highly impactful program will translate the organization's aspirations into specific goals and strategies

**LDPI** - A new impactful Training & Development Program was initiated this year, the Leadership Development Program at Indoco for the Top Management Team in addition to the existing ODIs already in place for the various customized training programs. Strategic decision-making and Retreats for business planning are the core function of this dynamic team.

**PROJECT BODHI** – As a part of Indoco's super transformation journey, SAP S/4 HANA was implemented across the organization. Internal team was trained to implement almost all modules of SAP.

**HUMAN CAPITAL IDENTIFICATION** – As a part of the employee retention strategy, the identification of departmental employees for “Talent or Human Capital” has been identified to put them on fast track to career growth. Capturing Potential / Competence, Talent pool, past performance, Behavioural & Technical Aspects of these employees.

**CAREER SUCCESSION PLANNING** – Post annual appraisal, top talent has been identified to put on fast track career growth. Accordingly, Career Planning and Succession Management have been planned for top leaders in the organization.

**GEMS** – Guiding, Empowering, Mentoring and Supporting, an in-house mentoring program at Indoco to develop ‘Leaders from within’ was started at Indoco's manufacturing location at Goa with the second batch. This was initiated at Mumbai location and witnessing its tremendous success, it will be promoted to other locations as well in the future to embark on this exciting journey of learning and self-discovery.

**CATALYST** – The game changer training program that builds a culture of excellence. The concept is to encourage Leadership at every level, thus improving productivity and quality of work.

**SATURDAY LEARNINGS & TED TALKS** – Sharing valuable knowledge through short stories with morals & motivational talks, to encourage, inspire and help Indocoites approach difficult situations in a professional and mature way.

**REWARD & RECOGNITION** : A system where employees are acknowledged for their performance. Employees are rewarded for their excellent contributions towards the organizational development. Rewards and Awards like Analyst of the Month/Year, Reviewer of the Month/Year. Special recognition and felicitation of employees who were the key contributors to the successful USFDA Inspection.

**EMPLOYEE SATISFACTION SURVEY:** Employees are the biggest asset of an organization; hence employee opinions and satisfaction levels matter to us. Hence, to understand their opinion in large and to make improvements accordingly the ESS Survey was launched and completed this year.

**EMPLOYEE ENGAGEMENT ACTIVITIES:** Team HR continues to conduct Engagement Activities like the Ganesh festival, Dussehra Pooja, Navratri, Diwali and Christmas. Besides the above, knowledge forums on ‘Financial Awareness and Wealth Management’ were conducted with special focus on Savings and Investment, Insurance, Loans and Retirement Planning. Sessions on ‘Innovations through Digitization’ gave a deep insight into the new techniques and strategies for business development.

**MILESTONES :**

- Indoco’s Annual Day – PACE (Performance Achieved with Combined Efforts) a sports event was organized.
- Indoco’s Foundation Day is celebrated pan India. These programs showcased the talent, art and creativity of every indocoite.

**STAFF WELFARE PROGRAMS:** Birthday celebrations, retirement felicitation functions, Employees completing 25 years of service and children of Indocoites with outstanding performance in the Std. X examination were felicitated. Various competitions and debates were held during the year. These initiatives were successful in bringing together and strengthening different departments and also helped in bonding and team building. Online sessions were held for all Indocoites on interesting topics such as, 'Yoga for Wellness', 'Mediclaim', Medical Camps and Health check-ups. An educational session and "Health and Nutrition Care" was conducted on the occasion of Women's day pan India imparting valuable knowledge which was well appreciated by all the divas of Indoco.

**POSH :** Under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, sessions were conducted by professionals to educate women of their right to protection and equality creating a stress-free working environment.

**ENVIRONMENT, HEALTH & SAFETY:** Keeping in mind the EHS policy Indocoites adhere to the strict guidelines to maintain the Environment, Health & Safety.

**SOCIAL AWARENESS:** To encourage employees to support a social cause, many philanthropic initiatives are continuously being conducted during the year like Blood donation drives, School Kit drives for children in rural areas, Wish Tree Activity thus bringing smiles to millions of underserved communities.

The HR Team at Indoco takes full responsibility and ensures a productive environment where people feel valued and motivated to contribute their best to the growth of the organization.

**INDOCO GOAL SETTING PROGRAM:** Offering guidance and direction, facilitating a plan to set and track SMART goals and KPIs for the year 2023-24.

The HR Team at Indoco takes full responsibility and ensures a productive environment where people feel valued and motivated to contribute their best to the growth of the organization.

#### **h) Future Outlook:**

The Company's Domestic business continues to focus on brand building, with a thrust on the chronic and sub-chronic segment, as well as, penetration in the North and East regions. The Company will selectively launch new products in the specialty segment to boost growth. With well-known legacy brands, Doctor loyalty of over 7 decades, a highly motivated field force, distribution network across India and presence in growing segments, including Stomatology and Ophthalmology will help the Domestic business to grow on a sustainable basis.

On the International front, the Company's US business witnessed ANDA approvals from the USFDA thus giving a further boost to its existing business in the US. EU-GMP compliance for Goa Plant-I and Baddi (Plant-III), followed by own product launches will boost the EU business, with the availability of larger manufacturing capacity and control over the supply chain, respectively. Indoco is also consolidating its position in the Emerging Markets through active brand promotion in select markets. A robust pipeline in specialty dosages, viz., Ophthalmics & Injectables, will enable the company to have an edge over its competitors in the International business.



The capacity expansion at the Company's API manufacturing facility at Patalganga for the captive requirements has already started to yield the desired results and has boosted the sales of APIs.

Expertise in Research & Development, backward integration with own APIs, a full-fledged CRO set-up, excellence in finished dosage manufacturing and a strong customer base makes the Company, a preferred partner, offering complete solutions to generic companies worldwide with a focus on the development and marketing of niche products and also by offering quality and affordable medicines to patients in India and worldwide.

### **Disclaimer**

Statements in this 'Management Discussion and Analysis' describing the Company's objectives, projections, estimates, expectations, plans or industry conditions or events are 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results, performance or achievements could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feedstock availability and prices, competitors' pricing in the Company's principal markets, changes in government regulations, tax regimes, economic conditions within India and the countries within which the Company conducts business and other factors, such as litigation and labour unrest or other difficulties. The Company assumes no responsibility to publicly update, amend, modify or revise any forward-looking statements, based on any subsequent development, new information or future events or otherwise, except as required by applicable law.

## **Independent Auditors' Report** **to the Members of Indoco Remedies Limited**

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of **INDOCO REMEDIES LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements (including summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profit, total comprehensive income, changes in equity and its cash flows 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 ("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 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 Matters	Auditor's Response
1	<p><b>Provisions for Sales Returns</b></p> <p>The Company provides for sales returns on an estimated basis as a percentage of sales. Such an estimate is arrived at on the basis of average of actual sales return over the last 3 financial years. Such estimation is based on management's best judgement of the probability of sales returns. Provision for sales return amounted to ₹ 2,319.86 lakhs as on March 31, 2023 (₹ 2,114.68 lakhs as on March 31, 2022).</p> <p>Refer note no. 27: current provisions to the standalone financial statements.</p>	<p><b>Principal Audit Procedures Performed</b></p> <p>We have carried out the validation of the information provided by the management by performing the following procedures:</p> <ul style="list-style-type: none"> <li>a) Validating the process consistently implemented by the management in arriving at the estimates.</li> <li>b) Correlating the amounts of actual sales returns with the provisions made.</li> <li>c) Evaluated management assessment for change in estimates for provision for sales return during this year.</li> <li>d) Getting representations from the management wherever necessary.</li> </ul>
2	<p><b>Direct and Indirect Tax receivables and contingent liabilities pertaining to tax matters under dispute.</b></p> <p>The Company has reflected ₹ 7,628.01 lakhs as receivables of Sales Tax, Entry Tax, GST Input credit, Income Tax, etc. as on March 31, 2023 (₹ 10,541.07 lakhs as on March 31, 2022). Further, the Company is a party to litigations in respect of various statutory dues where the amounts demanded are to the tune of ₹ 4,113.12 lakhs as on March 31, 2023 (₹ 3,555.25 lakhs as on March 31, 2022). Out of this, an amount of ₹ 779.05 lakhs has been deposited under protest as on March 31, 2023 (₹ 570.55 lakhs as on March 31, 2022).</p> <p>Contingent liabilities as defined in Ind AS 37 require assessment of probable outcomes and cash flows. The identification and quantification of contingent liabilities require estimation and judgement by the management. The ultimate recoverability of receivables is based on outcome of those proceedings and require inputs from subject specialists, management judgement and therefore required significant audit attention.</p> <p>Refer note no. 50: contingent liabilities not provided for to the standalone financial statements.</p>	<p><b>Principal Audit Procedures Performed</b></p> <p>We have carried out the validation of the information provided by the management by performing the following procedures:</p> <ul style="list-style-type: none"> <li>a) Evaluating the reasonableness of the underlying assumptions.</li> <li>b) Examining the relevant documents on record.</li> <li>c) Relying on relevant external evidence available including applicable judicial pronouncements and industry practices.</li> <li>d) Getting representations from the management wherever necessary.</li> </ul>

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the 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 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 the Management and those charged with governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditors' Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 scepticism 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 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 with reference to standalone financial statements 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 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 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 control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current 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 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 A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of accounts.
  - d) In our opinion, the aforesaid 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 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
  - g) 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.
  - h) 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 50 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 note no 47 (4) to the standalone 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 person or entity, including foreign entity (“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, as disclosed in note no 47 (5) to the standalone financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“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;
  - (c) Based on the audit procedures 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. As stated in note no 41 (b) to the standalone financial statements
- (a) 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.
  - (b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi. In respect of Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, since proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable for the company only w.e.f. 1 April 2023, reporting under this clause is not applicable.

For **Gokhale & Sathe**  
*Chartered Accountants*  
FRN: - 103264W

Sd/-

**Tejas Parikh**  
*Partner*

Membership No. 123215

UDIN: - 23123215BGQLCX6459

Place : Mumbai

Date : May 23, 2023

## ANNEXURE "A" to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Indoco Remedies 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 and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, right-of-use of assets and capital work in progress
  - (B) The Company is maintaining proper records showing full particulars of intangible assets as at the year end.
  - (b) The Company has a regular program of verification of Property, Plant and Equipment so to cover all the items in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification which were not properly dealt with in the books of accounts in the current year.
  - (c) According to the information and explanations given to us, the records examined by us and based on examination of the copies of the Sale Deed / Conveyance Deed / Transfer Deed, land revenue records provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land that have been taken on lease and disclosed separately in Property Plant & Equipment in the financial statements, the lease agreements are in the name of the Company except mentioned below.

<i>Description of Property</i>	<i>Gross Carrying Value (₹ in lakhs)</i>	<i>Held in the name of</i>	<i>Whether promoter, director or their relative or employee</i>	<i>Period held Since</i>	<i>Reason for not being held in name of company</i>
Land – Leasehold	39.13	La Nova Chem (India) Private Limited	No	July 2006	Lease acquired through merger/ amalgamation, procedure for name change in the name of the Company is pending.

- (d) The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) during the year.



- (e) On the basis of information provided by management, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate; Discrepancies noticed were less than 10% for each class of inventory.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets; the differences, if any, between quarterly returns or statements filed by the Company during the year with the banks with books of accounts of the Company were on account of explainable items and not material in nature (Refer Note no 24 (a) to the standalone financial statements).
- iii. During the year, the Company has made investments & also granted unsecured loan to its wholly owned company, in respect of which;
- (a) During the year, the Company has granted unsecured loan aggregating amounting to ₹ 320 lakhs to its wholly owned subsidiary company whose outstanding closing balances as on March 31, 2023 amounting to ₹ 320 lakhs. The Company has made investments in wholly owned subsidiary and in two companies other than subsidiaries, aggregating to ₹ 1,644.00 lakhs and balances as at the year end is ₹ 1,644.00 lakhs The Company has not made any advances in the nature of loan or guarantee or security to any other entity during the year.
- (b) Investment made during the year and terms and conditions of the unsecured loan granted to such wholly owned subsidiary company is prima facie not prejudicial to the interest of the Company.
- (c) The Company has granted loans during the year to its wholly owned subsidiary where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- (d) There is no amount overdue for more than ninety days in respect of aforesaid loans.
- (e) There is no loan given falling due during the year, which has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to same party.
- (f) 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 to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. In our opinion and according to the information and explanation given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of investment made and loans granted during the year. The Company has not provided guarantees and securities and hence compliance with provisions of section 185 and 186 of the Act is not applicable.
- v. The Company has not accepted deposits or amounts which are deemed as deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 any other relevant provisions of the At and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.

- vi. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) (d) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and cost records have been 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. (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Goods and Services Tax, duty of excise, duty of customs, value added tax, cess and any other statutory dues have been regularly deposited during the year with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us there are no dues of customs duty, provident fund, employee state insurance that have not been deposited on account of any dispute. However, according to the information and explanation given to us the following dues of income tax, central excise, value added tax, goods and service tax and sales tax have not been deposited by the Company on account of disputes:

<i>Nature of Statute</i>	<i>Nature of Dues</i>	<i>Amount (₹ in Lakhs)</i>	<i>Period to which amount relates</i>	<i>Forum where dispute is Pending</i>
Telangana VAT Act, 2005	T Vat	166.38	2009-14	Telangana VAT Appellate Tribunal, Hyderabad
Telangana VAT Act, 2005	T Vat	14.97	2013-18	Appellate Deputy Commissioner (CT), Hyderabad Rural Division
Telangana VAT Act, 2005	T Vat	48.43	2009-13	Appellate Deputy Commissioner (CT), Hyderabad Rural Division
Telangana VAT Act, 2005 and Central Sales Tax Act, 1956	T Vat	5.99	2013-18	Deputy Commissioner (CT), Saroornagar Division, Hyderabad
Andhra Pradesh VAT Act, 2005	A Vat	47.45	2005-09	High Court, Hyderabad
Andhra Pradesh VAT Act, 2005	A Vat	8.02	2014-16	Andhra Pradesh VAT Appellate Tribunal, Visakhapatnam
Goa VAT Act, 2005	G Vat	46.32	2007-08, 2009-10 & 2013-14	Asst. Commissioner Tax Officer, Margao
Central Excise Act, 1944	Excise Duty	14.11	1997-98, various years	Honourable Supreme Court

<i>Nature of Statute</i>	<i>Nature of Dues</i>	<i>Amount (₹ in Lakhs)</i>	<i>Period to which amount relates</i>	<i>Forum where dispute is Pending</i>
Central Excise Act, 1944	Excise Duty	78.85	1995-96, 1997-98 & 2010-14	CESTAT, Mumbai
Central Excise Act, 1944	Excise Duty	5.83	1997-99	Divisional Deputy Commissioner
Finance Act, 1994	Service Tax	476.55	2006-08	CESTAT, Mumbai
Income Tax Act, 1961	Income Tax	1855.19	2017-18	CIT (A)
Income Tax Act, 1961	Income Tax	38.12	2018-19	CIT (A)
Goods and Service Tax Act, 2017	SGST and CGST	4.37	2017-18	Jt. Commissioner of State Tax (Appeal), Maharashtra
Goods and Service Tax Act, 2017	IGST	1.90	2020-21	Jt. Commissioner of State Tax (Appeal), Odisha
Goods and Service Tax Act, 2017	Input Service Distributor Credit	213.09	2017-18 and 2018-19	Commissioner of State Tax (Appeal), Himachal Pradesh
Goods and Service Tax Act, 2017	Input Service Distributor Credit	12.61	2017-18 and 2018-19	Commissioner of State Tax (Appeal), Gujrat
Goods and Service Tax Act, 2017	Input Service Distributor Credit	126.11	2017-18 and 2018-19	Commissioner of State Tax (Appeal), Maharashtra
Goods and Service Tax Act, 2017	Input Service Distributor Credit	162.06	2017-18 and 2018-19	Commissioner of State Tax (Appeal), Goa
Goods and Service Tax Act, 2017	Input Service Distributor Credit	2.38	2017-18 and 2018-19	Commissioner of State Tax (Appeal), Telangana

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not defaulted in repayment of dues or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanation given to us and the Company has not been declared wilful defaulter by any bank or financial institution or any other lender.
- (c) In our opinion and according to information and explanations given to us, the Company has utilised the money obtained by way of term loans during the year for the purposes for which they were obtained. 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.
- (d) 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 subsidiaries.
- (e) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(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 3(x)(b) of the Order is not applicable.
- xi. (a) According to the information and explanations given to us, no material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) As informed by the management, 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) As represented to us by the management, there are no whistle blower complaints have been received during the year.
- 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, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian 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 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. In our opinion and on the basis of explanation / information provided by management, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company 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 statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation 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 (6) of Section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.
- xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **Gokhale & Sathe**  
*Chartered Accountants*  
FRN: - 103264W

Sd/-

**Tejas Parikh**  
*Partner*

Membership No. 123215

UDIN: - 23123215BGQLCX6459

Place : Mumbai

Date : May 23, 2023

## **ANNEXURE - "B"** **to the Independent Auditors' Report**

**(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Indoco Remedies Limited of even date)**

**Report on the Internal Financial Controls under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")**

### **Opinion**

We have audited the internal financial controls with reference to standalone financial statements of **INDOCO REMEDIES LIMITED** (the "Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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 standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control over financial reporting 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.

### **Managements' Responsibility for Internal Financial Controls**

The Management of the Company is responsible for establishing and maintaining internal financial controls with reference to standalone 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.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 with reference to 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 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 financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal

control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence 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 Over Financial Reporting with reference to standalone financial statements**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- 3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to financial statements.**

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 over financial reporting 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.

**For Gokhale & Sathe**  
*Chartered Accountants*  
FRN: - 103264W

Sd/-

**Tejas Parikh**  
*Partner*

Membership No. 123215

UDIN: - 23123215BGQLCX6459

Place : Mumbai

Date : May 23, 2023

## Balance Sheet

### As at March 31, 2023

Particulars	Note No.	₹ in lakhs	
		March 31, 2023	March 31, 2022
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment .....	3	57,848.19	52,052.92
(b) Right-of-use assets .....	4	1,700.50	1,129.45
(c) Capital Work in Progress .....	3	5,436.28	5,281.52
(d) Other Intangible Assets .....	5	6,596.93	2,316.12
(e) Intangible Assets under Development .....	5	5,820.81	6,871.57
(f) Financial Assets			
(i) Investments .....	6a	1,889.57	245.57
(ii) Loans .....	7	605.13	141.32
(iii) Other Financial Assets .....	8	195.76	183.71
(g) Income Tax Assets (Net) .....	10	541.23	–
(h) Other Non Current Assets .....	11	4,627.33	3,256.45
<b>Total, Non current Assets</b> .....		<b>85,261.73</b>	<b>71,478.63</b>
<b>Current Assets</b>			
(a) Inventories .....	12	32,598.55	31,051.56
(b) Financial Assets			
(i) Investments .....	6b	100.00	0.00
(ii) Trade Receivables .....	13	35,082.03	29,699.88
(iii) Cash and Cash Equivalents .....	14	998.61	1,690.07
(iv) Bank Balances other than (iii) above .....	15	241.34	230.81
(v) Loans .....	16	69.34	54.05
(vi) Other Financial Assets .....	17	299.70	2,415.06
(c) Other Current Assets .....	18	11,315.85	12,136.64
<b>Total Current Assets</b> .....		<b>80,705.42</b>	<b>77,278.07</b>
<b>Total, Assets</b> .....		<b>1,65,967.15</b>	<b>1,48,756.70</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital .....	19	1,843.01	1,843.01
(b) Other Equity .....	20	1,00,859.14	88,587.06
<b>Total, Equity</b> .....		<b>1,02,702.15</b>	<b>90,430.07</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	21a	14,350.00	9,588.49
(ia) Lease Liabilities .....	21b	1,503.68	1,096.23
(b) Provisions .....	22	3,333.36	3,164.39
(c) Deferred Tax Liabilities (Net) .....	9	618.04	1,067.04
(d) Other Non-Current Liabilities .....	23	736.38	740.53
<b>Total, Non-Current Liabilities</b> .....		<b>20,541.46</b>	<b>15,656.68</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	24a	17,100.45	14,832.12
(ia) Lease Liabilities .....	24b	330.94	149.89
(ii) Trade Payables .....	25		
Total Outstanding Dues of Micro Enterprises and Small Enterprises .....		1.42	–
Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises .....		12,643.54	13,531.66
(iii) Other Financial Liabilities .....	26	5,747.81	8,586.72
(b) Other Current Liabilities .....	28	1,954.02	750.93
(c) Provisions .....	27	4,945.36	4,741.56
(d) Current Tax Liability (Net) .....	10	–	77.07
<b>Total, Current Liabilities</b> .....		<b>42,723.54</b>	<b>42,669.95</b>
<b>Total, Liabilities</b> .....		<b>63,265.00</b>	<b>58,326.63</b>
<b>Total, Equity and Liabilities</b> .....		<b>1,65,967.15</b>	<b>1,48,756.70</b>

The above statement of Balance Sheet should be read in conjunction with the accompanying notes.

As per our Report of even date attached

For and on behalf of the Board of Directors

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023



## Statement of Profit and Loss Account

### For the year ended March 31, 2023

Particulars	Note No.	(₹ in lakhs)	
		Year ended March 31, 2023	Year ended March 31, 2022
<b>Income</b>			
(a) Revenue from Operations .....	29	1,66,669.11	1,53,971.57
(b) Other Income .....	30	232.95	232.36
<b>Total Income (I) .....</b>		<b>1,66,902.06</b>	<b>1,54,203.93</b>
<b>Expenditure</b>			
(c) Cost of Materials Consumed .....	31a	41,202.38	39,362.31
(d) Purchase of Stock in Trade .....	31b	10,271.96	8,943.00
(e) Changes in Inventories of Finished Goods, Stock in Trade & Work-in-progress .....	31c	655.21	(2,630.35)
(f) Employee Benefit Expenses .....	32	32,114.57	29,495.46
(g) R&D Expenses .....	33	8,096.98	7,464.19
(h) Finance Costs .....	36	2,502.56	1,413.89
(i) Depreciation, Amortization and Impairment Expense .....	34	7,060.16	7,895.12
(j) Other Expenses .....	35	45,839.20	38,637.22
<b>Total Expenses (II) .....</b>		<b>1,47,743.02</b>	<b>1,30,580.84</b>
<b>Profit before Tax .....</b>		<b>19,159.04</b>	<b>23,623.09</b>
(k) Tax Expense .....	37		
(a) Current .....		5,520.14	9,322.84
(b) Deferred .....		(497.29)	(1,151.88)
<b>Total Taxes .....</b>		<b>5,022.85</b>	<b>8,170.96</b>
<b>Profit / (Loss) for the year .....</b>		<b>14,136.19</b>	<b>15,452.13</b>
<b>(l) Other Comprehensive Income</b>			
Items that will not be reclassified to profit and loss			
i) Remeasurements of post-employment benefit obligations .....	38	191.79	(818.80)
ii) Income tax relating to this item .....	37	(48.27)	286.12
<b>Total Other Comprehensive Income / (Loss) .....</b>		<b>143.52</b>	<b>(532.68)</b>
<b>Total Comprehensive income for the year .....</b>		<b>14,279.71</b>	<b>14,919.45</b>
<b>(m) Earning Per Share .....</b>			
<b>Basic (in ₹)</b>	45	<b>15.34</b>	<b>16.77</b>
<b>Diluted (in ₹)</b>		<b>15.32</b>	<b>16.77</b>

The above statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

## Cash Flow Statement

For the year ended March 31, 2023

S no.	Particulars	(₹ in lakhs)	
		Year ended 31.03.2023	Year ended 31.03.2022
<b>(A) Cash Flow from Operating Activities :</b>			
<b>Net Profit / (Loss) before tax and extraordinary item</b>		<b>19,159.04</b>	23,623.09
Adjustments for :			
Depreciation, Amortisation and Impairment Expense	7,060.16		7,895.14
Profit on sale of Fixed Assets	(19.45)		(1.93)
Loss on sale of Fixed Assets	145.62		53.00
Share based payments to Employees	65.75		-
Sundry Balance written back	(118.08)		(136.41)
Provision for Doubtful Debts / Bad Debts	1,559.66		1,513.60
Interest Income	(57.53)		(47.05)
Dividend received on Investments	(0.39)		(0.29)
Unrealised Foreign Exchange (Gain) / Loss	729.55		(2,045.88)
Finance Cost (Other than Unrealised Foreign Exchange (Gain) / Loss)	2,722.31		1,481.67
		<u>12,087.60</u>	<u>8,711.85</u>
<b>Operating Profit before Working Capital Change</b>		<b>31,246.64</b>	<b>32,334.94</b>
Adjustments for:			
Decrease / (Increase) in Trade Receivables	(7,891.11)		(5,877.57)
Decrease / (Increase) in Other Current Financial Assets	2,100.07		(2,214.32)
Decrease / (Increase) in Other Current Assets	820.79		1,259.30
Decrease / (Increase) in Inventories	(1,546.99)		(7,270.31)
Decrease / (Increase) in Other Non Current Financial Assets	(463.81)		(45.80)
Decrease / (Increase) in Other Non Current Assets	514.41		(109.27)
Increase / (Decrease) in Trade Payables	(768.62)		2,166.49
Increase / (Decrease) in Non Current Provisions	360.77		(427.00)
Increase / (Decrease) in Lease Liabilities	765.66		619.21
Increase / (Decrease) in Other Non Current Liabilities	(4.15)		(2.64)
Increase / (Decrease) in Current Financial Liabilities	(2,842.93)		972.33
Increase / (Decrease) in Current Provisions	203.80		53.43
Increase / (Decrease) in Other Current Liabilities	1,203.09		(4.86)
		<u>(7,549.02)</u>	<u>(10,881.01)</u>
<b>Cash generated from Operations</b>		<b>23,697.62</b>	<b>21,453.93</b>
Income Tax Paid (Net of Refund)		<u>(6,138.44)</u>	<u>(4,098.69)</u>
<b>Net cash from/ (used in) Operating Activities (A)</b>		<b>17,559.18</b>	<b>17,355.24</b>
<b>(B) Cash Flow from Investing Activities</b>			
Payment towards Capital Expenditure	(18,938.68)		(12,532.35)
Sale of Fixed Assets	115.92		93.73
Investment in Subsidiaries	(1,500.00)		(0.25)
Payment on purchases of Investments	(244.00)		-
(Increase) / Decrease in Bank Balance not considered as Cash & Cash Equivalents	(10.52)		261.24
Interest Received	45.47		36.09
Dividend received on Investments	0.39		0.29
<b>Net cash from/ (used in) Investing Activities (B)</b>		<u>(20,531.42)</u>	<u>(12,141.25)</u>

## Cash Flow Statement

### For the year ended March 31, 2023

... Contd. from previous page

S no.	Particulars	Year ended 31.03.2023	Year ended 31.03.2022
		(₹ in lakhs)	
<b>(C)</b>	<b>Cash Flow from Financing Activities</b>		
	Finance Cost (Other than Unrealised Foreign Exchange (Gain) / Loss)	(2,719.54)	(1,498.96)
	Payment of Lease Liability	(177.15)	(128.10)
	Dividend Paid	(2,072.11)	(1,379.32)
	Proceeds from Long Term Borrowings	9,500.00	9,750.00
	Repayment of Long Term Borrowings	(4,062.24)	(9,790.16)
	Proceeds / (Repayment) from Short Term Borrowings	1,811.82	(1,390.38)
	<b>Net cash from/ (used in) Financing Activities (C)</b>	<b>2,280.78</b>	<b>(4,436.92)</b>
	<b>Net Increase / (Decrease) in Cash or Cash Equivalents (A+B+C)</b>	<b>(691.46)</b>	<b>777.07</b>
	<b>Cash and Cash Equivalents at the beginning of the Financial Year</b>	<b>1,690.07</b>	<b>913.00</b>
	<b>Cash and Cash Equivalents at the end of the Financial Year (Refer Note 14)</b>	<b>998.61</b>	<b>1,690.07</b>

#### Notes:

- The above statement of Cash Flows should be read in conjunction with the accompanying notes.
- The above Cash Flow Statement has been prepared under "Indirect Method" set out in Ind AS-7, issued by Institute of Chartered Accountants of India
- Figures in brackets indicate cash outgo.
- Previous year's figures have been regrouped and reclassified wherever necessary.
- Cash and Cash Equivalents comprise of :

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
a. Cash on Hand	11.88	9.36	5.41
b. Balances with Bank	986.73	1,680.71	907.59
<b>Total</b>	<b>998.61</b>	<b>1,690.07</b>	<b>913.00</b>

- Changes in liability arising from financing activities :

Particulars	Borrowings		
	Non-Current (Note 21a)	Current (Note 24a)	Total
As at March 31, 2021	14,286.56	11,632.38	25,918.94
Cash Flow	(40.16)	(1,390.38)	(1,430.54)
Foreign exchange movement	(120.68)	52.89	(67.79)
<b>As at March 31, 2022</b>	<b>14,125.72</b>	<b>10,294.89</b>	<b>24,420.61</b>
Cash Flow	5,437.76	1,811.82	7,249.58
Foreign exchange movement	23.50	(243.24)	(219.74)
<b>As at March 31, 2023</b>	<b>19,586.98</b>	<b>11,863.47</b>	<b>31,450.45</b>

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

## Statement for Changes in Equity

### For the year ended March 31, 2023

#### a. Equity Share Capital

(₹ in lakhs)

Particulars	Note No	Amount
As at April 1, 2021	19	1,843.01
Changes in Equity Share Capital		–
<b>As at March 31, 2022</b>		<b>1,843.01</b>
Changes in Equity Share Capital		–
Add: Shares allotted under ESOP during the year		–
<b>As at March 31, 2023</b>		<b>1,843.01</b>

#### b. Other Equity

(₹ in lakhs)

Particulars	Note No.	Reserves & Surplus					Total Other Equity
		Employee stock options outstanding account	Securities Premium	Capital reserve	General reserve	Retained Earnings	
<b>Balance as at April 1, 2021</b>	20	–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>42,811.28</b>	<b>75,049.87</b>
Changes in treasury shares during the year							
Profit for the year		–	–	–	–	15,452.13	15,452.13
Other comprehensive income for the year		–	–	–	–	(532.68)	(532.68)
<b>Total Comprehensive income for the year</b>		–	–	–	–	14,919.45	14,919.45
Dividends		–	–	–	–	(1,382.26)	(1,382.26)
Transfer to General Reserve		–	–	–	–	–	–
<b>Balance as at March 31, 2022</b>		–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>56,348.47</b>	<b>88,587.06</b>
<b>Balance as at April 1, 2022</b>		–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>56,348.47</b>	<b>88,587.06</b>
Profit / (Loss) for the year		–	–	–	–	<b>14,136.19</b>	<b>14,136.19</b>
Other comprehensive Income for the year		–	–	–	–	<b>143.52</b>	<b>143.52</b>
<b>Total comprehensive income for the year</b>		–	–	–	–	<b>14,279.71</b>	<b>14,279.71</b>
Dividends		–	–	–	–	<b>(2,073.38)</b>	<b>(2,073.38)</b>
Transfer to General Reserve		–	–	–	–	–	–
Recognition of share-based payments (ESOP) (net)		<b>65.75</b>	–	–	–	–	<b>65.75</b>
<b>Balance as at March 31, 2023</b>		<b>65.75</b>	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>68,554.80</b>	<b>1,00,859.14</b>

The above statement of Changes in Equity should be read in conjunction with the accompanying notes.

Remeasurement gain (net of tax) on defined benefit plan ₹ 143.52 lakhs (Remeasurement loss (net of tax)

Previous year ₹ 532.68 lakhs) is recognised during the year as part of Retained Earnings.

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

# Notes to Financial Statements (Standalone)

## For the year ended March 31, 2023

### Corporate Information

Indoco Remedies Limited (the Company) is a Public Limited Company domiciled in India and incorporated under the provision of the Companies Act, VII of 1913. Its Shares are listed on two stock exchanges in India i.e Bombay Stock Exchange and National Stock Exchange. Indoco Remedies Limited is engaged in the manufacturing and marketing of Formulations (Finished Dosage Forms) and Active Pharmaceutical Ingredients (APIs). The Company caters to both Domestic and International markets. Company has four wholly owned subsidiaries; Xtend Industrial Designers and Engineers Pvt Ltd (formerly known as Indoco Industrial Designers & Engineers Pvt. Ltd.) , Indoco Remedies Czech sro, Indoco Remedies UK Limited & Warren Remedies Private Limited.

### 1. Significant Accounting Policies followed by the Company

#### a) Basis of Preparation

##### (i) Compliance with Ind AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These standalone financial statements were authorised for issue by the Company's Board of Directors on May 23, 2023.

##### (ii) Historical cost convention

The 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;

##### (iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

##### (iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

#### b) Use of estimates and judgements

The preparation of financial statements requires management of the Company to make estimates and assumptions that affect the reported assets and liabilities, revenue and expenses and disclosures relating to contingent liabilities. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Management at each reporting date reviews estimates and underlying assumptions. Actual results could differ from these estimates. Any revision of these estimates is recognised prospectively in the current and future periods.

Following are the critical judgements and estimates:

#### Critical judgments:

##### a. Taxes on Income:

Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

**b. Employee benefits:**

Significant judgments are involved in making estimates about the life expectancy discounting rate, salary increase, etc. which significantly affect the working of the present value of the future liabilities on account of the employee benefits by way of defined benefit plans.

**c. Product warranty and expiry claims:**

Significant judgments are involved in determining the estimated stock lying in the market with product shelf life and estimates of likely claims on account of expiry of such unsold goods lying with stockists.

**d. Impairment of property, plant and equipment**

Significant judgment is involved in determining the estimated future cash flows from Property, Plant and Equipment to determine their value in use to assess whether there is any impairment in their carrying amounts as reflected in the financials.

**e. Contingent liabilities:**

Significant judgment is involved in determining whether there is a possible obligation that may, but probably will not require an outflow of resources.

**Critical estimates:**

**a. Property, Plant and Equipment:**

Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

**b. Sales Return**

The Company accounts for sales returns accrual by recording an allowance for sales returns concurrent with the recognition of revenue at the time of a product sale. This allowance is based on the Company's estimate of expected sales returns. Accordingly, the estimate of sales returns is determined primarily by the Company's historical experience in the markets in which the Company operates

**c. Segment Reporting**

The Company has only one business segment i.e Pharmaceutical Products.

**d. Foreign Currency Translation**

**i. Functional and presentation currency**

The Financial Statements are presented in Indian rupees (INR) which is the functional and presentation currency.

**ii. Transactions and balances**

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 differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other gains / (losses).

**e. Revenue Recognition**

The company derives major portion of its revenue from manufacturing and marketing of Formulations (Finished Dosage Forms) and Active Pharmaceutical Ingredients (APIs). Other sources of revenue include Dossiers development, Analytical Studies and Bio-equivalent studies undertaken by the company on behalf of customers.

With effect from 1<sup>st</sup> April 2018, the company has adopted Ind AS 115, Revenue from Contracts with Customers. The company analysed the impact of Ind AS on incomplete contracts, if any and concluded that the effect of adoption of Ind AS 115 was insignificant.

**Recognising revenue from major business activities**

**i. Sale of goods – FDF and API**

Revenue from sale of FDF and API are recognised when the performance obligations are satisfied in accordance with Ind AS 115. Performance obligations are deemed to have been satisfied when substantial risk and rewards of ownership are transferred to the customer and the customer obtains control of the promised goods. In case of domestic sales, performance obligations are satisfied when goods are dispatched, or delivery is handed over to the transporter. In case of export sales, performance obligations are satisfied based on terms defined in the contracts. In case of Ex-works contracts, performance obligation is satisfied when goods are shipped or dispatched from the factory and in other cases when the goods are shipped on board based on Bill of Lading / Airway Bill or any other similar document evidencing delivery thereof.

**ii. Revenue from services**

Services provided include Dossiers development, Analytical Studies and Bio- equivalent studies undertaken by the company on behalf of customers.

The contracts with customers for Dossiers and study reports are fixed-price contracts. Revenue from such contracts, where the performance obligations are satisfied over time and where there is no significant uncertainty as to measurement or collectability of consideration, is recognised based on the terms agreed with the customers.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. The effect that the contract modification has on the transaction price, and on the entity's measure of progress towards complete satisfaction of the performance obligation, is recognised as an adjustment to revenue (either as an increase in or a reduction of revenue) at the date of the contract modification (i.e. the adjustment to revenue is made on a cumulative catch-up basis).

**iii. Other operating revenue - Export incentives**

Revenue from Export Incentives under various schemes is recognised when the performance obligations are satisfied i.e. when the related export sales are effected.

**iv. Sales Return**

The Company recognises provision for sales return, on the basis of past experience, measured on net basis of the margin of the sales. Any unutilised provision for sales return is reversed to the Statement of Profit and Loss on completion of 3 years from the date of creation.

**f. Government Grants**

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

**g. Income Tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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.

**h. Business Combinations**

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the Company; and
- Fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Company recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.



**i. Cash and Cash Equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**j. Cash Flow Statements**

Cash flows are prepared using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of company are segregated.

**k. Inventories**

Inventories of Raw Materials, Work-in-Progress, Stores and Spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulas used are 'Weighted Average Cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**l. Non-Current Assets held for Sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal Company classified as held for sale continue to be recognised.

**m. Derivatives and Hedging Activities**

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

**n. 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. Cost includes purchase price, non-refundable taxes, levies, and any directly attributable cost of bringing the asset to its working condition for the intended use.

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.

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

### Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

<i>Asset Class</i>	<i>Useful Life</i>
Building and Premises – Office	60 years
Building and Premises – Factory	30 years
Plant and Machinery	15 years
Handling Equipment	15 years
Pollution Control Equipment	10 years
Laboratory Equipment	10 years
R & D Equipment	10 years
Plant Utilities	15 years
Electric Installation	10 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Computers - Desktops, Laptop etc.	3 years
Computers - Servers and Networks	6 years
Networking Instrument	6 years
Air Conditioning Unit	15 years
Vehicles	8 years
Trade Mark	15 years
Technical Know How	10 years

The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

#### **o. Intangible Assets**

##### **i. Computer Software**

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the software so that it will be available for use
- Management intends to complete the software and use it
- There is an ability to use the software
- It can be demonstrated how the software will generate probable future economic benefits
- Adequate technical, financial and other resources to complete the development and to use the software are available, and
- The expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalized as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

**ii. ANDA / DMFs / Dossiers**

All revenue expenditure incurred till the development of ANDAs / DMFs / Dossiers etc. are grouped under intangible assets under development. Once the development is complete, the expenditures incurred on the said project is capitalised & grouped under "Intangible Assets" and amortised based on best estimated commercial revenue period, not exceeding 5 years. The carrying value of the capitalised project is reviewed for impairment annually.

**iii. Amortisation methods and periods**

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

<i>Asset Class</i>	<i>Useful Life</i>
Trade Mark/ Technical Knowhow	15 years
Technical Knowhow	10 years
Computer software	3 years
ANDA / DMF	5 years

**p. Research and Development Expenditure**

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

- development costs can be measured reliably;
- the product or process is technically and commercially feasible;
- future economic benefits are probable; and
- the company intends to, and has sufficient resources to complete development and to use or sell the asset.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

**q. Borrowings**

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

**r. Borrowing Costs**

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

**s. Provisions**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

**t. 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.

**A. Financial Assets:**

**a. Initial recognition and measurement:** All financial assets are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset which are not at Fair Value Through Profit and Loss Account are adjusted to fair value on initial recognition. Purchases or sales of financial assets are recognised on the settlement date i.e. the date that the Company settles to purchase or sell the asset.

**b. Subsequent measurement:** For purposes of subsequent measurement, financial assets are classified in four categories:

**i. Financial Assets measured at amortised cost:**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held with an objective of collecting contractual cash flows
- Contractual terms of the asset give rise on specified dates to cash flows that are "solely payments of principal and interest" [SPPI] on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate [EIR] method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of profit and loss.

**ii. Financial Assets at fair value through other comprehensive income [FVTOCI]:**

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The asset is held with objective of both for collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Financial Assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

**iii. Financial Assets at fair value through profit or loss [FVTPL]:**

Financial assets, which are not classified in any of the above categories are measured at FVTPL.

**iv. Equity instruments:**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company has made such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable. If the Company

decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment.

However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

**v. Investments in subsidiaries and joint ventures:**

Investments in subsidiaries and joint ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and joint ventures, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss. Upon first-time adoption of Ind AS, the Company has elected to measure its investments in subsidiaries and joint ventures at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS i.e., April 1, 2015.

**c. Derecognition:**

A financial asset [or, where applicable, a part of a financial asset] is primarily derecognised [i.e. removed from the Company's balance sheet] when:

- i. The rights to receive cash flows from the asset have expired, or
- ii. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either
  - [a] the Company has transferred substantially all the risks and rewards of the asset, or
  - [b] the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. When the Company has transferred the risks and rewards of ownership of the financial asset, the same is derecognised.

**d. Impairment of financial assets:**

In accordance with Ind AS 109, the Company applies expected credit loss [ECL] model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- i. Financial assets that are debt instruments, and are measured at amortised cost
- ii. Trade receivables or any contractual right to receive cash or another financial asset
- iii. Financial assets that are debt instruments and are measured as at FVTOCI. The Company follows 'simplified approach' for recognition of impairment loss allowance on Point b above.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it requires the Company to recognise the impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive [i.e., all cash shortfalls], discounted at the original EIR. ECL impairment loss allowance [or reversal] is recognized as expense/ income in the Statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet, which reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount. For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics.

**B. Financial Liabilities:**

**a. Initial recognition and measurement:**

All financial liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

**b. Subsequent measurement:**

Subsequently all financial liabilities are measured as amortised cost, using EIR method. Gains and losses are recognised in Statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of profit and loss.

**c. Derecognition:**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

**d. Embedded derivatives:**

An embedded derivative is a component of a hybrid [combined] instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of

the combined instrument vary in a way similar to a standalone derivative. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in Statement of profit and loss, unless designated as effective hedging instruments.

**C. Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**u. Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

- a. In the principal market for the asset or liability, or
- b. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted [unadjusted] market prices in active markets for identical assets or liabilities
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation [based on the lowest level input that is significant to the fair value measurement as a whole] at the end of each reporting period.

**v. Employee Benefits**

**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**(ii) Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are 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 Government Securities (G-Sec) 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.

**(iii) Post-employment obligations**

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund and Superannuation

**Gratuity obligations**

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**Defined Contribution Plans**

Defined Contribution Plans such as Provident Fund, Superannuation etc., are charged to the Statement of Profit and Loss as incurred.

**w. Contributed Equity**

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**i. Earnings per Share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and



- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**ii. Dividends to shareholders**

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by shareholders. Any interim dividend paid is recognised on approval by board of directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in equity.

**x. Contingent Liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised

**y. Leases**

The Company has adopted IND AS 116, "Leases", effective 1 April 2019, using modified retrospective approach.

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of lease payments that are not paid at the commencement date of the lease. The lease payment are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For short term and low value leases, the Company recognises the lease payments as an operating expense on a straight line basis over the lease term.

**z. Equity settled share-based payments**

Equity-settled share based payments to employees are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black-Scholes model. In case the options are granted to employees of the Company, the fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the Company's estimate of options that will eventually vest, with a corresponding increase in equity.

The dilutive effect of outstanding options is reflected in determining the diluted earnings per share.

**NOTE 2: Use of Estimates and Judgments**

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

## Notes (Standalone) on financial statements for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

### Note 3 : Property, Plant and Equipment & Capital Work in Progress (Owned unless other wise stated)

Particulars	Land (freehold)	Land (leasehold)	Building & Premises	Plant & Machinery	Handling Equipments	Pollution Control Equipments	Laboratory Equipments	R&D Equipments	Plant - Utilities	Electrical Installations	Furniture & Fixtures	Office Equipments	Computers	Networking Instruments	Air Conditioning Units	Vehicles	Total	Capital Work in Progress
<b>Year ended March 31, 2022</b>																		
Gross carrying amount	1,804.37	1,839.87	23,043.09	26,960.53	1,401.89	916.44	11,540.47	1,933.74	9,517.58	4,056.67	2,491.32	767.68	2,110.94	43.83	4,072.09	244.86	92,745.37	2,511.94
Opening gross carrying amount as at April 1, 2021	-	-	152.27	1,424.95	13.59	8.29	1,438.59	-	736.65	1.90	160.72	131.04	278.57	-	17.24	36.81	4,400.62	3,315.05
Additions	-	-	241.17	55.24	-	(3.58)	(136.59)	-	103.49	46.58	62.79	1.73	0.52	-	33.95	(0.95)	545.47	(545.47)
Assets capitalised during the year from CWIP	-	-	-	(258.65)	(7.92)	-	-	(155.97)	(72.11)	(5.52)	(0.26)	(4.28)	-	-	-	(65.62)	(711.45)	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing gross carrying amount	1,804.37	1,839.87	23,436.53	28,182.07	1,407.56	921.15	12,842.47	1,777.77	10,285.61	4,099.63	2,714.57	896.17	2,390.03	43.83	4,122.33	216.05	96,980.01	5,281.52
Accumulated depreciation and impairment	-	-	6,432.50	11,161.99	783.40	413.05	6,222.54	1,820.53	4,332.30	2,587.68	1,736.14	621.57	1,595.22	42.69	2,395.67	156.54	40,580.79	-
Opening accumulated depreciation	-	-	25.98	745.76	62.41	61.71	929.94	13.00	526.16	193.55	125.35	46.64	252.70	0.06	185.62	20.87	4,912.95	-
Depreciation charge during the year	-	-	-	-	(4.81)	(3.40)	(124.93)	(148.17)	(53.94)	(5.24)	(0.25)	(4.07)	-	-	(0.78)	(9.22)	(566.65)	-
Disposals	-	-	-	(181.84)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation	-	304.95	7,178.26	12,703.35	841.00	471.36	7,027.55	1,685.36	4,804.52	2,775.99	1,861.24	664.14	1,847.92	42.75	2,580.51	138.19	44,927.09	-
Net carrying value as at March 31, 2022	1,804.37	1,534.92	16,258.27	15,478.72	566.56	449.79	5,814.92	92.41	5,481.09	1,323.64	853.33	232.03	542.11	1.08	1,541.82	77.86	52,052.92	5,281.52
<b>Year ended March 31, 2023</b>																		
Gross carrying amount	1,804.37	1,839.87	23,436.53	28,182.07	1,407.56	921.15	12,842.47	1,777.77	10,285.61	4,099.63	2,714.57	896.17	2,390.03	43.83	4,122.33	216.05	96,980.01	5,281.52
Opening gross carrying amount as at April 1, 2022	-	-	284.59	2,085.60	485.1	169.03	2,173.86	2.10	999.21	210.26	214.58	131.93	292.41	14.22	71.28	29.41	6,726.99	4,906.49
Additions	-	-	1,089.22	1,798.18	119.13	12.17	16.95	-	906.89	229.07	144.27	22.15	32.59	-	381.11	-	4,751.73	(4,751.73)
Assets capitalised during the year from CWIP	-	-	(2.70)	(600.14)	(15.06)	(8.29)	(121.08)	(9.12)	(123.55)	-	-	-	-	-	(8.16)	(53.83)	(943.93)	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing gross carrying amount	1,804.37	1,839.87	24,807.64	31,465.71	1,560.14	1,094.06	14,912.20	1,770.75	12,066.16	4,538.96	3,073.42	1,050.25	2,715.03	58.05	4,566.56	191.63	107,514.80	5,436.28
Accumulated depreciation and impairment	-	-	304.95	7,178.26	12,703.35	841.00	7,027.55	1,685.36	4,804.52	2,775.99	1,861.24	664.14	1,847.92	42.75	2,580.51	138.19	44,927.09	-
Opening accumulated depreciation	-	-	26.03	763.94	1,757.14	81.61	76.87	1,028.86	31.13	589.51	261.61	190.94	292.42	2.61	232.75	19.44	5,441.37	-
Depreciation charge during the year	-	-	-	-	(10.92)	(1.08)	(104.25)	(8.67)	(102.63)	-	-	-	-	-	(3.73)	(42.99)	(701.85)	-
Disposals	-	-	(1.41)	(426.17)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation	-	330.98	7,940.79	14,034.32	911.69	547.15	7,952.16	1,707.82	5,291.40	3,037.60	2,052.18	750.65	2,140.34	45.36	2,809.53	114.64	49,666.61	-
Net carrying value as at March 31, 2023	1,804.37	1,508.89	16,866.85	17,431.39	648.45	546.91	6,960.04	62.93	6,774.76	1,501.36	1,021.24	299.60	574.69	12.69	1,757.03	76.99	57,848.19	5,436.28

#### (i) Capital Work in Progress

Capital work in progress mainly comprises :

- Regular Capex for new projects
- Goa II-Line V
- Waltaj Granulation Area Expansion
- Patalganga QC MicroLab, Stores

#### (ii) Property, Plant and Equipment pledged as security

Refer to note 51 for information on Property, Plant and equipment pledged as security by the Company.

(iii) During the year company has not created any revaluation reserve on account of Property, Plant and Equipment

The capital work-in-progress ageing schedule for the years ended March 31, 2023 and March 31, 2022 is as follows :

Particulars	Amount in capital work-in-progress for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
As at April 1, 2022	5,228.86	207.22	0.20	5,436.28
Projects in progress	-	-	-	-
Projects temporarily suspended	-	-	-	-
As at March 31, 2023	5,228.86	207.22	0.20	5,436.28
As at April 1, 2021	3,411.11	1,844.80	25.61	5,281.52
Projects in progress	-	-	-	-
Projects temporarily suspended	-	-	-	-
As at March 31, 2022	3,411.11	1,844.80	25.61	5,281.52

There is no CWIP whose completion is overdue or has exceeded its cost compared to its initial plan.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 4 : Right-of-use assets**

Particulars	Building	Plant & Machinery	Laboratory Equipments	Plant - Utilities	Computer	Office Equipment	Software	Total
<b>Year ended March 31, 2022</b>								
<b>Gross carrying value</b>								
Opening gross carrying amount	–	392.77	196.22	157.62	–	–	0.82	747.43
Additions	619.20	–	–	–	–	–	–	619.20
Disposals	–	–	–	–	–	–	–	–
<b>Closing gross carrying value</b>	<b>619.20</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	–	–	<b>0.82</b>	<b>1,366.63</b>
<b>Accumulated depreciation</b>								
Opening accumulated depreciation	–	34.26	26.24	12.79	–	–	0.42	73.71
Depreciation charge during the year	107.57	25.80	19.33	10.50	–	–	0.27	163.47
Disposals	–	–	–	–	–	–	–	–
<b>Closing accumulated depreciation</b>	<b>107.57</b>	<b>60.06</b>	<b>45.57</b>	<b>23.29</b>	–	–	<b>0.69</b>	<b>237.18</b>
<b>Net carrying value as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	–	–	<b>0.13</b>	<b>1,129.45</b>
<b>Year ended March 31, 2023</b>								
<b>Gross carrying value</b>								
Opening gross carrying amount	<b>619.20</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	–	–	<b>0.82</b>	<b>1,366.63</b>
Additions	<b>308.30</b>	–	–	–	<b>184.86</b>	<b>272.52</b>	–	<b>765.68</b>
Disposals	–	–	–	–	–	–	–	–
<b>Closing gross carrying value</b>	<b>927.50</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	<b>184.86</b>	<b>272.52</b>	<b>0.82</b>	<b>2,132.31</b>
<b>Accumulated depreciation</b>								
Opening accumulated depreciation	<b>107.57</b>	<b>60.06</b>	<b>45.57</b>	<b>23.29</b>	–	–	<b>0.69</b>	<b>237.18</b>
Depreciation charge during the year	<b>128.35</b>	<b>26.25</b>	<b>19.69</b>	<b>10.51</b>	<b>9.70</b>	–	<b>0.13</b>	<b>194.63</b>
Disposals	–	–	–	–	–	–	–	–
<b>Closing accumulated depreciation</b>	<b>235.92</b>	<b>86.31</b>	<b>65.26</b>	<b>33.80</b>	<b>9.70</b>	–	<b>0.82</b>	<b>431.81</b>
<b>Net carrying value as at March 31, 2023</b>	<b>691.58</b>	<b>306.46</b>	<b>130.96</b>	<b>123.82</b>	<b>175.16</b>	<b>272.52</b>	–	<b>1,700.50</b>

Refer to note 39 for information on Leases

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 5 : Other Intangible Assets and Intangible Assets under Development**

Particulars	Trade Mark	Computer Software *	Technical Knowhow	ANDAs,DMFs, Dossiers	Total	Intangible Assets under development
<b>Year ended March 31, 2022</b>						
<b>Gross carrying amount</b>						
Opening gross carrying amount as at April 1, 2021	1,032.30	2,257.39	1.15	20,984.13	<b>24,274.97</b>	<b>4,297.96</b>
Additions	50.00	697.89	–	–	<b>747.89</b>	<b>2,820.65</b>
Deletions (***)	–	–	–	–	–	<b>(13.24)</b>
Intangible Assets Capitalised	–	–	–	233.80	<b>233.80</b>	<b>(233.80)</b>
<b>Closing gross carrying amount</b>	<b>1,082.30</b>	<b>2,955.28</b>	<b>1.15</b>	<b>21,217.93</b>	<b>25,256.66</b>	<b>6,871.57</b>
<b>Accumulated amortisation</b>						
Opening accumulated amortisation	975.14	1,653.74	1.15	17,491.81	<b>20,121.84</b>	–
Amortisation for the year	8.95	400.18	–	2,234.87	<b>2,644.00</b>	–
Impairment for the year (**)	–	–	–	174.70	<b>174.70</b>	–
<b>Closing accumulated amortisation</b>	<b>984.09</b>	<b>2,053.92</b>	<b>1.15</b>	<b>19,901.38</b>	<b>22,940.54</b>	–
<b>Net carrying value as at March 31, 2022</b>	<b>98.21</b>	<b>901.36</b>	–	<b>1,316.55</b>	<b>2,316.12</b>	<b>6,871.57</b>
<b>Year ended March 31, 2023</b>						
<b>Gross carrying amount</b>						
Opening gross carrying amount as at April 1, 2022	<b>1,082.30</b>	<b>2,955.28</b>	<b>1.15</b>	<b>21,217.93</b>	<b>25,256.66</b>	<b>6,871.57</b>
Additions	<b>29.00</b>	<b>1,292.16</b>	–	–	<b>1,321.16</b>	<b>3,333.05</b>
Deletions (***)	–	–	–	–	–	–
Intangible Assets Capitalised	–	–	–	<b>4,383.81</b>	<b>4,383.81</b>	<b>(4,383.81)</b>
<b>Closing gross carrying amount</b>	<b>1,111.30</b>	<b>4,247.44</b>	<b>1.15</b>	<b>25,601.74</b>	<b>30,961.63</b>	<b>5,820.81</b>
<b>Accumulated amortisation</b>						
Opening accumulated amortisation	<b>984.09</b>	<b>2,053.92</b>	<b>1.15</b>	<b>19,901.38</b>	<b>22,940.54</b>	–
Amortisation for the year	<b>56.99</b>	<b>645.80</b>	–	<b>721.37</b>	<b>1,424.16</b>	–
Impairment for the year (**)	–	–	–	–	–	–
<b>Closing accumulated amortisation</b>	<b>1,041.08</b>	<b>2,699.72</b>	<b>1.15</b>	<b>20,622.75</b>	<b>24,364.70</b>	–
<b>Net carrying value as at March 31, 2023</b>	<b>70.22</b>	<b>1,547.72</b>	–	<b>4,978.99</b>	<b>6,596.93</b>	<b>5,820.81</b>

\* Computer software also consists of capitalised development costs being an internally generated intangible asset.

\*\* Based on management assessment of prevailing market conditions and technical aspects, impairment charge in C.Y. is Nil (P.Y. - ₹ 174.70 lakhs) has been included under depreciation, amortisation and impairment expense in the Statement of Profit and Loss Account

\*\*\* Incomplete projects lying under Intangible Assets under development is written off - C.Y. is Nil (P.Y. - ₹ 13.24 lakhs) based on Management assessment.

Cost of Incomplete Projects ageing schedule for the years ended March 31, 2023 and March 31, 2022 is as follows :

Particulars	Amount in Cost of Incomplete Projects for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at April 1, 2022</b>					
Projects in progress	<b>3,825.97</b>	<b>923.76</b>	<b>468.61</b>	<b>602.47</b>	<b>5,820.81</b>
Projects temporarily suspended	–	–	–	–	–
<b>As at March 31, 2023</b>	<b>3,825.97</b>	<b>923.76</b>	<b>468.61</b>	<b>602.47</b>	<b>5,820.81</b>
<b>As at April 1, 2021</b>					
Projects in progress	5,203.98	531.01	567.17	569.41	6,871.57
Projects temporarily suspended	–	–	–	–	–
<b>As at March 31, 2022</b>	<b>5,203.98</b>	<b>531.01</b>	<b>567.17</b>	<b>569.41</b>	<b>6,871.57</b>

There is no COIP whose completion is overdue or has exceeded its cost compared to its initial plan.

## Notes (Standalone)

on financial statements for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

### Note 6(a) : Non Current Financial Investments

Particulars	March 31, 2023	March 31, 2022
<b>Unquoted (at Cost) :</b>		
<b>Trade Investment</b>		
<b>In Subsidiary Companies</b>		
<b>Investments in Equity Instruments</b>		
(i) Xtend Industrial Designers & Engineers P. Ltd. (20,27,025 Equity Shares of ₹ 10/- each (Previous Year 20,27,025 Equity Shares of ₹ 10/- each))	242.32	242.32
(ii) Indoco Remedies Czech s.r.o. (5 Shares of CZK 5,660/- @ 3.1811 each (Previous Year 5 Shares of CZK 5,660/- @ 3.1811 each))	0.90	0.90
(iii) Indoco Remedies UK Limited (100 Shares of GBP 1 @ 99.82 each (Previous Year -100 Shares of GBP 1 @ 99.82 each))	0.10	0.10
(iv) Warren Remedies Private Limited (50,00,000 Equity Shares of ₹ 10/- each (Previous Year-NIL))	500.00	–
<b>Investments in Preference Shares</b>		
(v) Warren Remedies Private Limited (1,00,00,000.00 7% Redeemable Preference Shares of ₹ 10/- each (Previous Year-NIL))	1,000.00	–
	<b>1,743.32</b>	243.32
<b>Non-Trade Investment</b>		
<b>Investments in Equity Instruments</b>		
<b>Other than Subsidiary Companies</b>		
(i) Shivalik Solid Waste Management Ltd. Baddi (20,000 Shares of ₹ 10/- each, (Previous Year 20,000 Shares of ₹ 10/- each))	2.00	2.00
(ii) Shares of Saraswat Co-op. Bank Ltd. (2,500 ordinary shares of ₹ 10/- each, (Previous Year 2,500 ordinary shares of ₹ 10/- each))	0.25	0.25
(iii) Jalansar Wind Energy Private Limited (5,76,000 Equity Shares of ₹ 10/- each (Previous Year-NIL))	57.60	–
(iv) Kanakal Wind Energy Private Limited (8,64,000 Equity Shares of ₹ 10/- each (Previous Year-NIL))	86.40	–
	<b>146.25</b>	2.25
<b>Total, Non Current Financial Investments</b>	<b>1,889.57</b>	<b>245.57</b>
Footnote:		
Aggregate amount of unquoted investments	<b>1,889.57</b>	<b>245.57</b>

### Note 6(b) : Current Financial Investments

Particulars	March 31, 2023	March 31, 2022
<b>Quoted (at FVTPL) :</b>		
Investment in Mutual Funds		
(i) Aditya Birla Sunlife Liquid Fund Investment (Number of units-27,812.213 @ ₹ 359.5363 each, (Previous Year - NIL))	100.00	–
<b>Total, Mutual Funds</b>	<b>100.00</b>	–
<b>Unquoted (at Cost) :</b>		
<b>Investments in Equity Instruments</b>		
<b>Other than Subsidiary Companies</b>		
National Spot Exchange	462.90	462.90
<b>Total s</b>	<b>462.90</b>	<b>462.90</b>
Less : Provision for diminution in value of investment	(462.90)	(462.90)
<b>Total, Current Financial Investments</b>	<b>100.00</b>	–
Footnote:		
Aggregate book value of quoted investments	<b>100.00</b>	–
Aggregate market value of quoted investments	<b>100.00</b>	–

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 7 : Non Current Financial Assets - Loans**

Particulars	March 31, 2023	March 31, 2022
<b>Unsecured, Considered Good</b>		
Loan to Subsidiaries (Refer note below)	320.00	–
Loan to Employees	285.13	141.32
<b>Total, Non Current Financial Assets - Loans</b>	<b>605.13</b>	<b>141.32</b>

Note :

Details of loans and advances in the nature of loan to subsidiaries, associates etc. as required under Schedule V(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

Name of the company and relationship	Balance as at March 31, 2023	Maximum outstanding during the year 2022-23	Balance as at March 31, 2022	Maximum outstanding during the year 2021-22
Warren Remedies Private Limited - Subsidiary (*)	320.00	320.00	–	–
<b>Total</b>	<b>320.00</b>	<b>320.00</b>	<b>–</b>	<b>–</b>

(\*) Inter Corporate Loan given is for a tenure of 5 years from the date of disbursement and at a rate of interest of 10.60% p.a. payable on quarterly basis.

**Note 8 : Non Current Other Financial Assets**

Particulars	March 31, 2023	March 31, 2022
Margin Money	195.76	183.71
<b>Total, Non Current Other Financial Assets</b>	<b>195.76</b>	<b>183.71</b>

**Note 9 : Deferred Tax Assets / (Liabilities) (Net)**

Particulars	March 31, 2023	March 31, 2022
Mat Credit Entitlement	–	–
Deferred Tax (Net)		
Deferred Tax Liability		
i) On fiscal allowances on fixed assets	(3,239.99)	(4,043.72)
	<b>(3,239.99)</b>	<b>(4,043.72)</b>
Deferred Tax Assets		
i) On employee benefit obligations	1,702.97	2,244.05
ii) On provision for doubtful debts	802.48	570.87
iii) On provision for doubtful advances	116.50	161.76
	<b>2,621.95</b>	<b>2,976.68</b>
<b>Total, Deferred Tax Assets / (Liabilities) (Net)</b>	<b>(618.04)</b>	<b>(1,067.04)</b>

**Movement in Deferred Tax Assets / (Liabilities) (Net)**

Particulars	MAT Credit Entitlement	Deferred Tax Assets			Deferred Tax Liabilities		Net Total
		Employee benefit obligation	Provision for Doubtful Debts/Advance	Total	Property, Plant and equipment and investment property	Total	
<b>At April 1, 2021</b>	4,015.31	1,870.63	252.74	2,123.37	4,210.61	4,210.61	1,928.07
(Charged)/credited:							
to profit or loss	–	87.30	479.89	567.19	(166.89)	(166.89)	734.08
to other comprehensive income	–	286.12	–	286.12	–	–	286.12
to Deferred tax on basis adjustment	(4,015.31)	–	–	–	–	–	(4,015.31)
<b>At March 31, 2022</b>	–	<b>2,244.05</b>	<b>732.63</b>	<b>2,976.68</b>	<b>4,043.72</b>	<b>4,043.72</b>	<b>(1,067.04)</b>
(Charged)/credited:							
to profit or loss	–	(492.81)	186.35	(306.46)	(803.73)	(803.73)	497.27
to other comprehensive income	–	(48.27)	–	(48.27)	–	–	(48.27)
to Deferred tax on basis adjustment	–	–	–	–	–	–	–
<b>At March 31, 2023</b>	–	<b>1,702.97</b>	<b>918.98</b>	<b>2,621.95</b>	<b>3,239.99</b>	<b>3,239.99</b>	<b>(618.04)</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 10 : Income Tax Assets / Current Tax (Liabilities) (Net)**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	(77.07)	713.96
Add : Taxes paid (net)	6,138.44	4,098.69
Less : Current Tax payable for the year	(5,520.14)	(9,322.84)
Add/Less : Assessment Completed / MAT Adjustments	–	4,433.12
<b>Closing balance</b>	<b>541.23</b>	<b>(77.07)</b>

The following table provides the details of income tax assets and liabilities as of March 31, 2023 and March 31, 2022

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Income Tax Assets	541.23	–
Income Tax Liabilities	–	77.07
<b>Net current income tax assets / (liability) at the end</b>	<b>541.23</b>	<b>77.07</b>

**Note 11 : Other Non Current Assets**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Capital Advance	3,856.84	1,971.55
<u>Others</u>		
Deposit - Others	444.94	359.78
Tender Deposits	24.97	86.42
Deposit With OPC Asset Solutions	36.02	36.02
Pre-Paid Expenses	29.03	29.41
Sales Tax Receivable	232.58	770.32
Advance - Others	2.95	2.95
<b>Total, Other Non Current Assets</b>	<b>4,627.33</b>	<b>3,256.45</b>

**Note 12 : Inventories**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<u>Inventories</u>		
Raw and Packing Materials	20,024.63	18,577.79
Work in Progress	5,729.16	4,270.62
Finished Goods	3,449.76	5,487.00
Stock in Trade	2,149.72	2,226.23
Stores and Spares	1,245.28	489.92
<b>Total, Inventories</b>	<b>32,598.55</b>	<b>31,051.56</b>

**Amounts recognised in profit or loss**

Provision for write-downs of inventories amounted to INR 2087.61 lakhs (March 31, 2022 – INR 2806.31 lakhs). These were recognised as an expense during the year and included in changes in value of inventories of work-in-progress, stock-in-trade and finished goods in statement of profit and loss.

Mode of valuation of inventories - refer note no. (k) of significant accounting policies.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 13 : Trade Receivables**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Trade receivables</b>		
<u>Unsecured</u>		
Debts outstanding for more than six months from the date they are due for payment		
Considered Good	58.40	3,457.26
Considered Doubtful	3,188.48	1,633.67
	<b>3,246.88</b>	5,090.93
Less: Provision for doubtful debts	(3,188.48)	(1,633.67)
	<b>58.40</b>	3,457.26
Debts outstanding for less than six months from the date they are due for payment		
Other Debts - Considered Good	35,023.63	26,242.62
<b>Total, Trade receivables</b>	<b>35,082.03</b>	<b>29,699.88</b>
Current Portion	35,082.03	29,699.88
Non-current Portion	—	—

**Break-up of security details**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Secured, considered good	—	—
Unsecured, considered good	35,082.03	29,699.88
Unsecured, considered doubtful	3,188.48	1,633.67
<b>Total</b>	<b>38,270.51</b>	<b>31,333.55</b>
Allowance for doubtful trade receivables	(3,188.48)	(1,633.67)
<b>Total, Trade receivables</b>	<b>35,082.03</b>	<b>29,699.88</b>

Refer Note 49 for information about credit risk and market risk of trade receivables.

The trade receivables ageing schedule for the years ended as on March 31, 2023 and March 31, 2022 is as follows :

<i>Particulars</i>	<i>Not Due</i>	<i>Outstanding for following periods from due date of payment</i>					<i>Total</i>
		<i>Less than 6 months</i>	<i>6 months to 1 year</i>	<i>1-2 years</i>	<i>2-3 years</i>	<i>More than 3 years</i>	
<b>As at April 1, 2022</b>							
Undisputed – considered good	24,465.13	7,549.53	3,024.56	42.81	—	—	35,082.03
Undisputed – credit impaired	—	—	—	756.45	60.08	2,371.95	3,188.48
Less : Allowance for doubtful debts	—	—	—	(756.45)	(60.08)	(2,371.95)	(3,188.48)
<b>As at March 31, 2023</b>	<b>24,465.13</b>	<b>7,549.53</b>	<b>3,024.56</b>	<b>42.81</b>	<b>—</b>	<b>—</b>	<b>35,082.03</b>
<b>As at April 1, 2021</b>							
Undisputed – considered good	16,625.35	9,603.28	485.65	588.56	620.55	1,776.49	29,699.88
Undisputed – credit impaired	—	—	—	—	39.21	1,594.46	1,633.67
Less : Allowance for doubtful debts	—	—	—	—	(39.21)	(1,594.46)	(1,633.67)
<b>As at March 31, 2022</b>	<b>16,625.35</b>	<b>9,603.28</b>	<b>485.65</b>	<b>588.56</b>	<b>620.55</b>	<b>1,776.49</b>	<b>29,699.88</b>



**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 14 : Cash and Cash Equivalents**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Cash and Cash Equivalents</b>		
(i) Cash on hand	11.88	9.36
(ii) Balances with Banks		
In Current Accounts	920.21	1,616.39
In Fixed Deposit	66.52	64.32
<b>Total, Cash and Cash Equivalents</b>	<b>998.61</b>	<b>1690.07</b>

**Note 15 : Bank Balances Other than Cash & Cash Equivalents**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
In Earmarked Accounts		
Unpaid Dividend Accounts	29.45	28.17
Margin Money	211.89	202.64
<b>Total, Bank Balances Other than Cash &amp; Cash Equivalents</b>	<b>241.34</b>	<b>230.81</b>

**Note 16 : Current Financial Assets - Loans**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<u>Unsecured, Considered Good</u>		
Loan to Employees	69.34	54.05
<b>Total, Current Financial Assets - Loans</b>	<b>69.34</b>	<b>54.05</b>

**Note 17 : Current Financial Assets - Others**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Mark to Market Gain (Net) on financial instruments	299.49	2,415.03
Franking Advance	0.21	0.03
<b>Total, Current Financial Assets - Others</b>	<b>299.70</b>	<b>2,415.06</b>

**Note 18 : Other Current Assets**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Advances to Suppliers	1,678.97	1,176.60
Tender Deposits	7.43	8.05
Pre-paid Expenses	1,155.89	954.03
Employee Advances	516.39	137.73
Receivable - Others	227.10	87.32
Receivable From OPC Assets	–	2.16
Gratuity Receivable from LIC	334.64	–
Balance with Statutory / Government Authorities	7,395.43	9,770.75
<b>Total, Other Current Assets</b>	<b>11,315.85</b>	<b>12,136.64</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 19 : Equity Share Capital**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Authorised</b>		
12,50,00,000 Equity Shares of ₹ 2/- each (Previous Year 12,50,00,000 Equity Shares of ₹ 2/- each)	<b>2,500.00</b>	<b>2,500.00</b>
<b>Issued, Subscribed and Paid up:</b>		
9,21,50,355 Equity Share of ₹ 2/- each (Previous year 9,21,50,355 Equity Share of ₹ 2/- each) fully paid up.	<b>1,843.01</b>	1,843.01

<b>A) Reconciliation of number of ordinary shares outstanding</b>	<i>March 31, 2023</i> <i>Equity Shares</i>		<i>March 31, 2022</i> <i>Equity Shares</i>	
	<i>Number</i>	<i>(₹ in lakhs)</i>	<i>Number</i>	<i>(₹ in lakhs)</i>
Shares outstanding at the beginning of the year	<b>9,21,50,355</b>	<b>1,843.01</b>	9,21,50,355	1,843.01
Less : Adjustments	-	-	-	-
Add: Issue of Bonus shares	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>9,21,50,355</b>	<b>1,843.01</b>	9,21,50,355	1,843.01

<b>B) Details of Shares held by each shareholder holding more than 5% shares</b>	<i>March 31, 2023</i>		<i>March 31, 2022</i>	
	<i>No of Shares held @ ₹ 2/- per share</i>	<i>% holding in that class of Shares</i>	<i>No of Shares held @ ₹ 2/- per share</i>	<i>% holding in that class of Shares</i>
<u>Equity Shares with voting rights :</u>				
i) Spa Holdings Pvt Ltd	<b>1,83,35,000</b>	<b>19.90%</b>	1,83,35,000	19.90%
ii) Shanteri Investment Pvt Ltd	<b>1,57,71,755</b>	<b>17.12%</b>	1,57,71,755	17.12%
iii) Aditi Panandikar	<b>55,61,035</b>	<b>6.03%</b>	55,59,013	6.03%
iv) Madhura Ramani	<b>51,85,579</b>	<b>5.63%</b>	51,84,079	5.63%
v) Aruna Suresh Kare	<b>47,94,714</b>	<b>5.20%</b>	47,94,714	5.20%
vi) Nippon India Mutual Fund	<b>45,79,483</b>	<b>4.97%</b>	61,20,964	6.64%

**C) Terms/rights attached to equity shares**

The company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. All equity shares of the Company rank pari passu in all respects including the right to dividend. 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.

During the year ended March 31, 2023, the amount of ₹ 2.25 per share on the face value of ₹ 2/- is proposed to the equity shareholders of the Company (Previous year - ₹ 2.25 (including a special dividend of ₹ 0.75) per share on face value of ₹ 2/- declared and paid to the equity shareholders of the Company).

In the event of winding-up, subject to the rights of holders of shares issued upon special terms and conditions, the holders of equity shares shall be entitled to receive remaining assets, if any, in proportion to the number of shares held at the time of commencement of winding-up.

**Notes (Standalone)**  
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(All amounts in INR lakhs, unless otherwise stated)

Note 19 : Equity Share Capital : *Contd.*

**D) Disclosure of Shareholding of Promoters**

Shares held by promoters at the end of the year							
S no.	Promoter name	2022-23			2021-22		
		No. of shares	% of total Shares	% Change during the year	No. of shares	% of total Shares	% Change during the year
1	Kare Suresh Govind	40,60,408	4.41%	–	40,60,408	4.41%	–
2	Kare Suresh Govind (HUF)	2,73,500	0.30%	–	2,73,500	0.30%	–
3	Kare Aruna Suresh	47,94,714	5.20%	–	47,94,714	5.20%	–
4	Panandikar Aditi Milind	55,61,035	6.03%	0.002%	55,59,013	6.03%	–
5	Ramani Madhura Anup	51,85,579	5.63%	0.002%	51,84,079	5.63%	–
6	Shanteri Investment Pvt. Ltd.	1,57,71,755	17.12%	–	1,57,71,755	17.12%	–
7	SPA Holdings Pvt. Ltd.	1,83,35,000	19.90%	–	1,83,35,000	19.90%	–
8	Kare Govind Ramnath	2,000	0.00%	–	2,000	0.00%	–
9	Kare Sharda Ramnath	32,500	0.04%	–	32,500	0.04%	–
10	Pai Sudha M.	10,727	0.01%	–	10,727	0.01%	–
11	Vaidya Pratima Ajit	26,550	0.03%	–	26,550	0.03%	–
12	Panandikar Megh Milind	11,200	0.01%	–	11,200	0.01%	–
13	Panandikar Milind S.	7,500	0.01%	–	7,500	0.01%	–
14	Panandikar Mahika Milind	6,100	0.01%	–	6,100	0.01%	–
15	Ramani Rohan A.	6,100	0.01%	–	6,100	0.01%	–
	<b>Total</b>	<b>5,40,84,668</b>	<b>58.69%</b>		<b>5,40,81,146</b>	<b>58.69%</b>	
	<b>Total Number of Shares</b>	<b>9,21,50,355</b>	<b>100.00%</b>		<b>9,21,50,355</b>	<b>100.00%</b>	

**Note 20 : Other Equity**

Particulars	March 31, 2023	March 31, 2022
Capital Reserve	0.02	0.02
Securities Premium	6,420.93	6,420.93
Employee Stock Options Outstanding Account	65.75	–
General Reserve	25,817.64	25,817.64
Retained Earnings	68,554.80	56,348.47
<b>Total, Other Equity</b>	<b>1,00,859.14</b>	<b>88,587.06</b>

(i) **Capital Reserve**

Particulars	March 31, 2023	March 31, 2022
Opening Balance	0.02	0.02
Additions	–	–
<b>Closing balance</b>	<b>0.02</b>	<b>0.02</b>

(ii) **Securities Premium**

Particulars	March 31, 2023	March 31, 2022
Opening Balance	6,420.93	6,420.93
Additions	–	–
<b>Closing balance</b>	<b>6,420.93</b>	<b>6,420.93</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 20 : Other Equity : Contd.**

**(iii) Employee Stock Options Outstanding Account**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening Balance	–	–
Add : Additions during the year	65.75	–
Less : Deductions during the year	–	–
	65.75	–
Less : Deferred Employee's Stock Compensation	–	–
<b>Closing balance</b>	<b>65.75</b>	<b>–</b>

**(iv) General Reserve**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	25,817.64	25,817.64
Add : Transferred from Surplus in Statement of Profit & Loss	–	–
<b>Closing balance</b>	<b>25,817.64</b>	<b>25,817.64</b>

**(v) Retained Earnings**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	56,348.47	42,811.28
Add : Net Profit / (Loss) for the Year	14,136.19	15,452.13
Add : Other Comprehensive Income for the year	143.52	(532.68)
Amount available for appropriation	70,628.18	57,730.73
Less : Dividend paid	(2,073.38)	(1,382.26)
<b>Closing balance</b>	<b>68,554.80</b>	<b>56,348.47</b>

**The description of the nature and purpose of each reserve within equity as follows :**

**Capital Reserve :**

The Company recognises profit and loss on purchase, sale, issue or cancellation of the Company's own equity instruments to capital reserve.

**Securities Premium :**

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

**Employee Stock Options Outstanding Account :**

The fair value of the equity-settled share based payment transactions with employees is recognised in standalone statement of profit and loss with corresponding credit to Employee Stock Options Outstanding Account.

**General Reserve :**

The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

**Retained Earnings :**

Retained Earnings are the profits that the Company has earned till date less any transfer to general reserve, dividends or other distributions paid to shareholders.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 21a : Non-Current Financial Liabilities - Borrowings**

<i>Particulars</i>	<i>Terms of Repayment &amp; Securities</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Secured</b>			
Term Loans from Banks			
Foreign currency loan -ECB / FCNR(B)	Note No. 21a (i)	<b>500.68</b>	1,100.66
Indian rupee loan	Note No. 21a (ii)	<b>19,004.28</b>	12,946.65
Interest accrued but not due		<b>82.02</b>	78.41
<b>Total, Non Current Financial Liabilities - Borrowings</b>		<b>19,586.98</b>	<b>14,125.72</b>
Less: Current maturities of long-term debt (included in note 24a)		<b>(5,154.96)</b>	(4,458.82)
Less: Interest accrued (included in note 24a)		<b>(82.02)</b>	(78.41)
<b>Total, Non-current borrowings (as per balance sheet)</b>		<b>14,350.00</b>	<b>9,588.49</b>

Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured long term borrowings.

<i>Note No.</i>	<i>Name of the Bank</i>	<i>Terms of Repayment &amp; Securities</i>
21a (i)	Standard Chartered Bank	
	Amount Sanctioned	Euro 30,00,000.00
	Amount Availed	Euro 30,00,000.00
	Terms of Repayment	The Term Loan is Repayable in 16 equal quarterly instalments of Euro 1,87,500 each commenced from January 13, 2020, ending on October 11, 2023. The amount is payable in the month of January, April, July and October of each year.
	Rate of Interest	7.61 % p.a. (The rate of interest is fixed as Company has entered into Interest rate swap Agreement).
	Nature of Security	The loan is secured by equitable mortgage of Land and building situated at A-26, A-27, A-28/1, MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad, Maharashtra - 410 220. The loan is secured by First Exclusive charge over the entire moveable fixed assets of the Company both present and future situated at A-26, A-27, A-28/1, A-28/2 MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad, Maharashtra - 410 220. Exclusive charge on moveable fixed assets of the Company created out of the Loan at A - 27, MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad, Maharashtra.- 410 220.

**Notes (Standalone)**  
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 (All amounts in INR lakhs, unless otherwise stated)

**Note 21a : Non-Current Financial Liabilities - Borrowings : Contd.**

Note No.	Name of the Bank	Terms of Repayment & Securities
21a (ii)	Saraswat Co Op Bank Ltd. Amount Sanctioned Amount Availed Terms of Repayment  Rate of Interest Nature of Security	₹ 50,00,00,000/- ₹ 50,00,00,000/- The Term Loan was Repayable in 59 monthly equal instalments of ₹ 83,33,000/- each and 60th instalment of ₹ 83,53,000/- commenced from January 14, 2020, ending on May 14, 2025. On 23/04/2021 the loan was partially repaid vide Term loan refinanced by DBS Bank India Limited.Hence, the balance loan as on 31/03/2023 are repayable in 4 equal monthly installment of ₹ 83,33,000/- and last instalment of ₹ 33,46,000/- is repayable on 14/08/2023. 8.50% p.a. Primary : First and Exclusive Charge on entire moveable assets at B 20 MIDC, Waluj, Aurangabad. 1st pari passu charge on entire moveable assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722
21a (ii)	Saraswat Co Op Bank Ltd. Amount Sanctioned Amount Availed Terms of Repayment  Rate of Interest Nature of Security	₹ 35,00,00,000/- ₹ 35,00,00,000/- The O/s Term Loan was repaid on April 19, 2022 ₹ 1,29,90,955/-, O/s as on 31/03/2023 is NIL 7.00% p.a. Primary : First and Exclusive charge over the entire moveable fixed assets of the Company at Plot No. R - 92 & R - 93, T. T. C. Industrial Area, Rabale, MIDC, Thane Belapur Road, Navi Mumbai 400 701.
21a (ii)	Saraswat Co Op Bank Ltd. Amount Sanctioned Amount Availed Terms of Repayment  Rate of Interest Nature of Security	₹ 50,00,00,000/- ₹ 50,00,00,000/- The Term Loan repayment has commenced from February, 2023, ending on December, 2028. 8.50% p.a. 1st pari passu charge on moveable assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722. Exclusive charge on immovable fixed assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722

**Notes (Standalone)**  
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**Note 21a : Non-Current Financial Liabilities - Borrowings : Contd.**

<i>Note No.</i>	<i>Name of the Bank</i>	<i>Terms of Repayment &amp; Securities</i>
21a (ii)	Saraswat Co Op Bank Ltd. Amount Sanctioned Amount Availed Terms of Repayment Rate of Interest Nature of Security	₹ 30,00,00,000/- ₹ 30,00,00,000/- The Term Loan will be repaid in 60 monthly equal instalments of ₹ 50,00,000 each. Repayment will commence from February, 2025, ending on January, 2030. 8.35% p.a. Exclusive charge on present and future moveable assets installed on the 2nd floor at R & D Centre and AMD Unit and on the present and future moveable fixed assets of the company at Plot No. R-92 & R-93, TTC Industrial Area, Rabale, MIDC, Thane Belapur Road, Navi Mumbai - 400 701. Exclusive charge on present and future movable assets installed at Baddi plants
21a (ii)	DBS Bank India Limited Amount Sanctioned Amount Availed Terms of Repayment Rate of Interest Nature of Security	₹ 55,00,00,000/- ₹ 55,00,00,000/- The Term Loan is Repayable in 10 quarterly equal instalments of ₹ 5,50,00,000/- each commenced from Jan, 2022, ending on April, 2024. 8.20% p.a. 1st Pari passu charge on moveable fixed assets both present and future situated at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722.
21a (ii)	HDFC Bank Limited Amount Sanctioned Amount Availed Terms of Repayment Rate of Interest Nature of Security	₹ 50,00,00,000/- ₹ 50,00,00,000/- The Term Loan is Repayable in 16 quarterly equal instalments of ₹ 93,75,000/- each commencing from June, 2023, ending on March, 2027. 8.07% p.a. 1st Pari passu charge on over moveable fixed assets of the company both present and future situated at A-26, A-27, A-28/1, A-28/2, MIDC industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist. Raigad, Maharashtra - 410220

**Note 21b : Non-Current Financial - Lease Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Unsecured</b>		
Lease Liability-OPC Assets (refer note no. 39)	733.52	636.79
Lease Liability-CRO Assets (refer note no. 39)	643.54	459.44
Lease Liability-New ERA (refer note no. 39)	126.62	-
<b>Total, Non-Current Financial-Lease Liabilities</b>	<b>1,503.68</b>	<b>1,096.23</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
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**Note 22 : Non Current Provisions**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Provision for Employee Benefit</b>		
Leave Obligations (refer note no. 38)	<b>1,619.84</b>	1,376.44
Gratuity (refer note no. 38)	<b>1,713.52</b>	1,787.95
<b>Total, Non Current Provisions</b>	<b>3,333.36</b>	<b>3,164.39</b>

**Note 23 : Other Non Current Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Others</b>		
Security Deposit	<b>736.38</b>	740.53
<b>Total, Other Non Current Liabilities</b>	<b>736.38</b>	<b>740.53</b>

**Note 24a : Current Financial Liabilities - Borrowings**

<i>Particulars</i>	<i>Terms of Repayment &amp; Securities</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Secured (Refer Note below)</b>			
Loans from Banks			
Cash Credit Facility	Note No. 24a (i)	<b>321.03</b>	1,047.25
Foreign Currency Export Packing Credit	Note No. 24a (ii)	–	2,401.48
Packing Credit in Rupee	Note No. 24a (iii)	<b>1,500.00</b>	–
Term Loans from Banks			
Indian Rupee loan	Note No. 21a	<b>4,654.28</b>	3,829.87
Foreign Currency loan -ECB / FCNR(B)	Note No. 21a	<b>500.68</b>	628.95
Interest accrued		<b>108.39</b>	105.61
<b>Unsecured</b>			
Loans from Banks			
Foreign Currency Export Packing Credit	Note No. 24a (ii)	–	318.96
Packing Credit in Rupee	Note No. 24a (iii)	<b>500.00</b>	–
Working Capital Demand Loan	Note No. 24a (iv)	<b>9,516.07</b>	1,500.00
Short Term Loan	Note No. 24a (v)	–	5,000.00
<b>Total, Current Financial Liabilities - Borrowings</b>		<b>17,100.45</b>	<b>14,832.12</b>

The quarterly returns or statements filed by the Company during the year with the banks are in agreement with books of account of the Company.

*Note : Cash Credit, Packing Credit in Rupee, Buyer's Credit and Working Capital Demand Loan are part of Working Capital facilities availed from various Banks and are secured by First parri passu charge by hypothecation of all stocks and book debts.*



**Notes (Standalone)**  
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**Note 24a : Current Financial Liabilities - Borrowings : (Contd.)**

Note No.	Type of Loan	Repayment and Rate of Interest
24a (i)	Cash Credit Facility	Is repayable on demand and carries interest @ 7.00% p.a. to 10.15% p.a. (Previous year @ 7.00% p.a. to 10.15% p.a.)
24a (ii)	Foreign Currency Export Packing Credit	Is payable on completion of the tenure. It carries interest @ EURIBOR + 1.00% BPS to 3.50% BPS . (Previous Year - LIBOR + 1.35% BPS to 1.50% BPS)
24a (iii)	Packing Credit in Rupee	Is payable on completion of the tenure. It carries interest @ 5.60% p.a. to 7.60% p.a. (Previous Year @ 4.35% p.a. to 5.40% p.a.)
24a (iv)	Working Capital Demand Loan	Is repayable on demand and carries interest @ 4.70% p.a. to 7.72% p.a. (Previous year @4.30% p.a. to 5.50% p.a.)
24a (v)	Short Term Loan	Is repayable on demand, Not availed in the current year (Previous year @ 4.50% p.a. to 5.80% p.a.)

**Note 24b : Current Financial - Lease Liabilities**

Particulars	March 31, 2023	March 31, 2022
<b>Unsecured</b>		
Lease Liability-OPC Assets (Refer Note no. 39)	175.79	63.73
Lease Liability-CRO Assets (Refer Note no. 39)	115.57	86.16
Lease Liability-New Era (Refer Note no. 39)	39.58	-
<b>Total, Current Financial Lease Liabilities</b>	<b>330.94</b>	<b>149.89</b>

**Note 25 : Trade Payables**

Particulars	March 31, 2023	March 31, 2022
Trade payables		
Total Outstanding Dues of Micro and Small Enterprises (refer note no.54)	1.42	-
Total Outstanding Dues of Creditors Other Than Micro and Small Enterprises	12,643.54	13,531.66
<b>Total, Trade Payables</b>	<b>12,644.96</b>	<b>13,531.66</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 25 : Trade Payables : Contd.**

Trade payables ageing schedule for the year ended as on March 31, 2023 and March 31, 2022 is as follows

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at April 1, 2022</b>						
Outstanding dues to MSME	–	1.42	–	–	–	1.42
Others	5,509.82	6,875.67	119.71	82.17	56.17	12,643.54
Disputed dues – MSME	–	–	–	–	–	–
<b>As at March 31, 2023</b>	<b>5,509.82</b>	<b>6,877.09</b>	<b>119.71</b>	<b>82.17</b>	<b>56.17</b>	<b>12,644.96</b>
<b>As at April 1, 2021</b>						
Outstanding dues to MSME	–	–	–	–	–	–
Others	3,099.46	9,845.47	115.00	9.83	461.90	13,531.66
Disputed dues – MSME	–	–	–	–	–	–
<b>As at March 31, 2022</b>	<b>3,099.46</b>	<b>9,845.47</b>	<b>115.00</b>	<b>9.83</b>	<b>461.90</b>	<b>13,531.66</b>

Please refer note no. 46 for Relationship with Struck off Companies

**Note 26 : Current Other Financial Liabilities**

Particulars	March 31, 2023	March 31, 2022
Unclaimed Dividend (*)	29.44	28.17
Deposit Payable - Others	–	0.75
Other Current Liabilities	5,718.37	8,557.80
<b>Total, Current Other Financial Liabilities</b>	<b>5,747.81</b>	<b>8,586.72</b>

\* Unclaimed amounts are transferred to Investor Protection and Education Fund after seven years from the due date

**Note 27 : Current Provisions**

Particulars	March 31, 2023	March 31, 2022
<b>Provision for Employee Benefit</b>		
Leave Obligations (refer note no. 38)	297.27	427.36
Gratuity (refer note no. 38)	1,387.89	1,266.42
Bonus	940.34	933.10
<b>Others</b>		
Sales Return	2,319.86	2,114.68
<b>Total, Provisions</b>	<b>4,945.36</b>	<b>4,741.56</b>

(i) Information about individual provisions and significant estimates

**Sales Returns**

When a customer has a right to return the product within a given period, the company recognises a provision for returns INR 1,728.18 lakhs as at March 31, 2023 (March 31, 2022 - INR 1,730.82 lakhs). This is measured on the previous history of sales return. Revenue is adjusted for the expected value of the returns and cost of sales & Inventory are adjusted for the value of the corresponding goods to be returned.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 27 : Current Provisions : Contd.**

(ii) Movements in provisions for Sales Return

Movements in each class of provision during the financial year, are set out below:

<i>Particulars</i>	<i>Sales Return</i>
<b>As at April 1, 2022</b>	<b>2,114.68</b>
Charged/(credited) to profit or loss	
provision for current year	<b>1,728.18</b>
provision of earlier years utilised as against returns of current year	<b>(1,523.00)</b>
<b>As at March 31, 2023</b>	<b>2,319.86</b>
<b>As at April 1, 2021</b>	2,487.75
Charged/(credited) to profit or loss	
provision for current year	1,730.82
provision of earlier years utilised as against returns of current year	(2,103.89)
<b>As at March 31, 2022</b>	<b>2,114.68</b>

**Note 28 : Other Current Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Advance from Customer	<b>1,305.86</b>	371.75
Statutory Dues Payable	<b>648.16</b>	379.18
<b>Total, Other Liabilities</b>	<b>1,954.02</b>	<b>750.93</b>

**Note 29 : Revenue from operations**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Sale of Product		
Domestic Sales	<b>82,971.17</b>	82,239.01
Export Sales	<b>74,817.45</b>	59,357.15
	<b>1,57,788.62</b>	1,41,596.16
Sale of Services		
Export Services	<b>4,208.68</b>	6,287.75
Domestic Services	<b>1,815.50</b>	2,386.05
	<b>6,024.18</b>	8,673.80
Other Operating Revenue		
Exchange Gain/(Loss) (Net) (other than considered in Finance Cost)	<b>2,053.31</b>	3,320.37
Export Incentives	<b>739.32</b>	315.63
Scrap Sale	<b>63.68</b>	65.61
	<b>2,856.31</b>	3,701.61
<b>Total, Revenue from Operations (Gross)</b>	<b>1,66,669.11</b>	<b>1,53,971.57</b>

Note : As per Ind AS 115, revenue is reported net of GST.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 29 : Revenue from operations :** *Contd.*

**Critical judgements in calculating amounts**

When a customer has a right to return the product within a given period, the company recognises a provision for sales return INR 1,728.18 lakhs as at March 31, 2023 (March 31, 2022 - INR 1,730.82 lakhs). This is measured on the previous history of sales return. Revenue is adjusted for the expected value of the returns and cost of sales & Inventory are adjusted for the value of the corresponding goods to be returned.

**Additional disclosures as required by Ind AS 115**

**Disaggregate revenue information**

The table below presents disaggregated revenue information from contracts with customers for the year ended March 31, 2023. The company believes that this disaggregation reasonably depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Formulation :</b>		
Domestic	<b>79,668.93</b>	80,309.59
Export		
Regulated Market :	<b>63,401.96</b>	50,357.28
Emerging Market :	<b>11,970.61</b>	11,696.67
<b>Export, Total</b>	<b>75,372.57</b>	<b>62,053.95</b>
<b>Formulation, Total (a)</b>	<b>1,55,041.50</b>	<b>1,42,363.54</b>
API (b)	<b>7,066.81</b>	6,339.19
CRO & Analytical Services (c)	<b>1,704.49</b>	1,567.23
<b>Gross Sales (Net of Returns), Total (a + b + c)</b>	<b>1,63,812.80</b>	<b>1,50,269.96</b>
Other Operating Revenue	<b>2,856.31</b>	3,701.61
<b>Total, Income from Operation</b>	<b>1,66,669.11</b>	<b>1,53,971.57</b>

**Performance obligations**

a. Significant payment terms

In case of Domestic Sales, payment terms ranges from 7 days to 90 days based on geography and customers. In case of Export Sales these are either DP at sight, Document against acceptance - 30 days to 120 days, Letters of Credit - 30 days to 120 days.

b. Obligations for returns, refunds and similar obligations

In case of domestic sales, sales return may take place anytime before / after the expiry of goods.

**Note 30 : Other Income**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Interest Income	<b>57.53</b>	47.05
Dividend Income	<b>0.39</b>	0.29
<u>Other Non-operating income</u>		
Sundry Balance w/back	<b>118.08</b>	136.41
Sundry Receipts	<b>37.50</b>	46.68
Profit on Sale of Fixed Assets	<b>19.45</b>	1.93
<b>Total, Other Income</b>	<b>232.95</b>	<b>232.36</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 31a : Cost of Materials Consumed**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Raw / Packing Materials :		
Opening Stock	18,577.79	13,664.18
Add : Purchases	42,649.22	44,275.92
Less : Closing Stock	(20,024.63)	(18,577.79)
<b>Total, Cost of Material Consumed</b>	<b>41,202.38</b>	<b>39,362.31</b>

**Note 31b : Purchase of Stock in Trade**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Purchase of Stock in Trade	10,271.96	8,943.00
<b>Total, Purchase of Stock in Trade</b>	<b>10,271.96</b>	<b>8,943.00</b>

**Note 31c : Changes in Inventories**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
(Incr.) / Decr. in Stk. of FG, Stock in Trade & WIP :		
Inventories at the beginning of the year		
Op.Stock - Finished Goods	5,487.00	4,442.38
Op.Stock - WIP	4,270.62	3,905.36
Op.Stock - Stock in Trade	2,226.23	1,005.76
	11,983.85	9,353.50
Inventories at the end of the year		
Cl.Stock - Finished Goods	(3,449.76)	(5,487.00)
Cl.Stock - WIP	(5,729.16)	(4,270.62)
Cl.Stock - Stock in Trade	(2,149.72)	(2,226.23)
	(11,328.64)	(11,983.85)
<b>Total, Changes in Inventories</b>	<b>655.21</b>	<b>(2,630.35)</b>

**Note 32 : Employee Benefits Expense**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Salaries, Wages and Bonus (refer note no. 38)	28,909.19	26,151.54
Contribution to Provident and Other Funds (refer note no. 38)	2,807.20	2,568.12
Share Based Payments to Employees (refer note no. 43)	65.75	-
Staff Welfare Expenses	332.43	775.80
<b>Total, Employee Benefit Expense</b>	<b>32,114.57</b>	<b>29,495.46</b>

**Note 33 : Research & Development Expenses**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
R&D Employee Cost	3,613.37	3,105.04
Other R&D Expenses	4,483.61	4,359.15
<b>Total, Research &amp; Development Expenses</b>	<b>8,096.98</b>	<b>7,464.19</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 34 : Depreciation, Amortisation and Impairment Expenses**

<i>Particulars</i>	<i>Note No</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Depreciation of Property, Plant and Equipment	3	5,441.37	4,912.95
Amortisation of Right-of-use assets	4	194.63	163.47
Amortisation of Intangible Assets	5	1,424.16	2,644.00
Impairment of Assets	5	–	174.70
<b>Total, Depreciation, Amortisation and Impairment Expenses</b>		<b>7,060.16</b>	<b>7,895.12</b>

**Note 35 : Other Expenses**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Consumable Stores	511.28	697.76
Job Work Charges	1,290.49	1,583.42
Power and Fuel	5,061.29	4,277.95
Rent, Rates, Taxes	743.81	567.06
Insurance	422.48	371.61
Repairs :		
Building	358.24	488.65
Plant and Machinery	1,830.54	1,468.25
Others	2,288.75	1,828.35
	4,477.53	3,785.25
Packing and Delivery Expenses	2,988.75	3,407.28
Analytical Expenses	2,523.89	2,808.59
Advertising and Sales Promotion Expenses	7,156.64	4,584.70
Commission and Incentives on sales	3,976.53	3,733.82
Travelling, Conveyance and Motor Car Expenses	5,401.01	4,216.74
Legal and Professional Fees	2,094.98	1,575.82
Director's Sitting Fees	28.00	28.00
Postage, Telephone and Telex Expenses	111.82	75.59
Printing and Stationery Expenses	461.50	489.75
Payments to Auditors (refer note no. 35(a))	19.12	18.64
Loss on sale of Assets	145.62	53.00
Provision for Doubtful Debts	1,559.66	1,482.51
Bad Debts written off		
Bad Debts written off	4.86	140.27
Less : Transfer from Provision for Doubtful Debts	(4.86)	(109.18)
	–	31.09
Corporate Social Responsibility (refer note no. 35(b))	254.95	92.87
Contractual Services	2,690.81	2,122.49
Miscellaneous Expenses	3,919.04	2,633.28
<b>Total, Other Expenses</b>	<b>45,839.20</b>	<b>38,637.22</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 35(a) : Details of payments to Auditors**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Payment to Auditors</b>		
<b>As Auditor :</b>		
Audit Fees	<b>11.00</b>	9.00
Tax Audit Fees under GST	<b>4.25</b>	4.25
Cost Audit Fees	<b>1.80</b>	1.80
<b>In other capacities :</b>		
Certification fees	<b>1.18</b>	3.29
Re-imbursment of expenses	<b>0.86</b>	0.30
Re-imbursment of expenses (Cost Audit)	<b>0.03</b>	–
<b>Total, Payment to Auditors</b>	<b>19.12</b>	<b>18.64</b>

**Note 35(b) : Corporate social responsibility expenditure**

Expense towards activities relating to Corporate Social Responsibility in compliance with section 135 of the Companies Act, 2013 is as under :

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Contribution to :</b>		
Promoting Education	<b>65.06</b>	10.26
Preventive Healthcare	<b>115.96</b>	51.20
Contribution of Free Medicine	<b>43.60</b>	31.41
Environment Sustainability	<b>16.33</b>	–
Preservation of Art	<b>9.50</b>	–
Administrative Expenses	<b>4.50</b>	–
<b>Total</b>	<b>254.95</b>	<b>92.87</b>
Amount required to be spent as per Section 135 of the Act	<b>264.19</b>	100.54
Less : Carry Forward from 2021-22	<b>9.78</b>	17.45
<b>Net amount to be spent in 2022-23</b>	<b>254.41</b>	<b>83.09</b>
Amount spent during the year on		
(i) Construction/acquisition of an asset	–	–
(ii) On purposes other than (i) above	<b>254.95</b>	<b>92.87</b>
Amount carry forward to FY 2023-24	<b>0.54</b>	<b>9.78</b>

**Note 36 : Finance Cost**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Interest Expense	<b>2,374.92</b>	1,645.79
Other Financial charges	<b>151.97</b>	97.06
Exchange Gain / Loss (Net)	<b>(24.33)</b>	(328.96)
<b>Total, Finance Cost expensed in Profit or Loss</b>	<b>2,502.56</b>	<b>1,413.89</b>

Note : Finance Cost incurred on various projects being qualifying asset is capitalised in accordance with IND AS 23.  
Finance cost includes element of lease arrangement note no. 39

**Notes (Standalone)**  
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 (All amounts in INR lakhs, unless otherwise stated)

**Note 37 : Income Tax expense**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>(a) Statement of Profit and Loss :</b>		
<b>Profit or Loss section :</b>		
<b>Current Income Tax :</b>		
Current Income Tax Charge	5,520.14	9,322.84
Tax in respect of earlier years	–	–
<b>Total, Current Income Tax</b>	<b>5,520.14</b>	<b>9,322.84</b>
<b>Deferred tax section :</b>		
Origination and reversal of timing difference	(497.29)	(734.07)
MAT Credit Adjustments	–	(417.81)
<b>Total, Deferred tax expense/(benefit)</b>	<b>(497.29)</b>	<b>(1,151.88)</b>
<b>Tax expense reported in the statement of Profit and Loss</b>	<b>5,022.85</b>	<b>8,170.96</b>
<b>Other Comprehensive income section :</b>		
Tax related to items recognised in OCI during the year :		
Net loss/(gain) on remeasurements of defined benefit plans	48.27	(286.12)
<b>Tax charged to OCI</b>	<b>48.27</b>	<b>(286.12)</b>

**(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Profit / (Loss) from continuing operations before income tax expense	19,159.04	23,623.09
Profit from discontinuing operation before income tax expense	–	–
	<b>19,159.04</b>	<b>23,623.09</b>
<b>Tax at the Indian tax rate of 25.168% (2021-2022 – 34.944%)</b>	<b>4,821.95</b>	<b>8,254.85</b>
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Timing Difference in Depreciable Assets	(319.79)	210.92
Effect of non-deductible expenses	568.06	373.41
Other items	449.92	483.66
Adjustments of MAT of Previous period	–	(417.81)
Deferred Tax due to timing difference	(497.29)	(734.07)
<b>Income tax expense</b>	<b>5,022.85</b>	<b>8,170.96</b>
<b>Tax Expense as per Statement of Profit and Loss</b>	<b>5,022.85</b>	<b>8,170.96</b>



## Notes (Standalone) on financial statements for the year ended March 31, 2023 (All amounts in INR lakhs, unless otherwise stated)

### Note 38 : Employee benefit obligations

As required by IND AS 19 'Employee benefits' the disclosures are as under :

#### (i) Defined benefit plans

##### a. Leave obligations

The leave obligations cover the company's liability for sick and earned leave.

The amount of the provision of INR 297.27 lakhs (March 31, 2022 – INR 427.36 lakhs) is presented as current, since the company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months and therefore provision is made on the basis of actuarial valuation obtained.

##### b. Post-employment obligations

##### i. Gratuity

The company provides gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognized funds in India. The company maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

#### (ii) Defined contribution plans

##### a. Provident Fund

The company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the period towards defined contribution plan is INR 2,156.39 lakhs (March 31, 2022 – INR 1,985.34 lakhs).

##### b. Superannuation

The company contributed INR 115.13 lakhs (March 31, 2022 - INR 95.34 lakhs) to the superannuation plan. The same has been recognized in the Statement of profit and loss account under the head employee benefit expenses.

#### (iii) Balance sheet amounts – Gratuity

The amounts recognized in the balance sheet and the movements in the net defined benefit obligation over the year are as follows :

**Notes (Standalone)**  
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**Note 38 : Employee benefit obligations : Contd.**

<i>Particulars</i>	<i>Present value of obligation</i>	<i>Fair value of plan assets</i>	<i>Net amount</i>
<b>April 1, 2021</b>	<b>2,565.18</b>	<b>(60.30)</b>	<b>2,504.88</b>
Current service cost	300.60	–	300.60
Past Service Cost	–	–	–
Interest expense/(income)	175.97	(4.14)	171.83
<b>Total amount recognized in Statement of Profit &amp; Loss</b>	<b>476.57</b>	<b>(4.14)</b>	<b>472.43</b>
Remeasurements			
Return on plan assets, excluding amounts included in interest expense / (income)	–	(0.42)	(0.42)
Net Acturial (Gain)/loss - Due to change in demographic assumptions	(1.65)	–	(1.65)
Net Acturial (Gain)/loss - Due to change in financial assumptions	(32.91)	–	(32.91)
Net Acturial (Gain)/loss - Due to experience changes	853.79	–	853.79
<b>Total amount recognized in other comprehensive income</b>	<b>819.23</b>	<b>(0.42)</b>	<b>818.81</b>
Employer contributions	–	(741.75)	(741.75)
Benefit payments	(491.29)	491.29	–
<b>March 31, 2022</b>	<b>3,369.69</b>	<b>(315.32)</b>	<b>3,054.37</b>

<i>Particulars</i>	<i>Present value of obligation</i>	<i>Fair value of plan assets</i>	<i>Net amount</i>
<b>April 1, 2022</b>	<b>3,369.69</b>	<b>(315.32)</b>	<b>3,054.37</b>
Current service cost	367.61	–	367.61
Past Service Cost	–	–	–
Interest expense/(income)	235.20	(22.01)	213.19
<b>Total amount recognized in Statement of Profit &amp; Loss</b>	<b>602.81</b>	<b>(22.01)</b>	<b>580.80</b>
Remeasurements			
Return on plan assets, excluding amounts included in interest expense / (income)	–	32.78	32.78
Net Acturial (Gain)/loss - Due to change in demographic assumptions	–	–	–
Net Acturial (Gain)/loss - Due to change in financial assumptions	(132.35)	–	(132.35)
Net Acturial (Gain)/loss - Due to experience changes	(92.22)	–	(92.22)
<b>Total amount recognized in other comprehensive income</b>	<b>(224.57)</b>	<b>32.78</b>	<b>(191.79)</b>
Employer contributions	–	(341.97)	(341.97)
Benefit payments	(235.87)	235.87	–
<b>March 31, 2023</b>	<b>3,512.06</b>	<b>(410.65)</b>	<b>3,101.41</b>

The net liability disclosed above relates to funded and unfunded plans are as follows :

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Present value of funded obligations	3,512.06	3,369.69
Fair value of plan assets	(410.65)	(315.32)
<b>Deficit of funded plan</b>	<b>3,101.41</b>	<b>3,054.37</b>
Unfunded plans	–	–
<b>Deficit of gratuity plan</b>	<b>3,101.41</b>	<b>3,054.37</b>

**Notes (Standalone)**  
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**Note 38 : Employee benefit obligations : Contd.**

**(iv) Post-Employment benefits (gratuity)**

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	March 31, 2023	March 31, 2022
Discount rate	7.44%	6.98%
Attrition rate	For service 4 years and below 20.00% p.a. For service 5 years and above 4.00% p.a.	For service 4 years and below 20.00% p.a. For service 5 years and above 4.00% p.a.
Salary growth rate	5.00%	5.00%
Retirement Age	58 & 62 years	58 years

**(v) Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Change in assumption		Increase in assumption		Decrease in assumption	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Discount rate	0.01	0.01	–	–	260.26	253.56
Discount rate	(0.01)	(0.01)	299.15	292.68	–	–
Salary growth rate	0.01	0.01	292.28	287.31	–	–
Salary growth rate	(0.01)	(0.01)	–	–	260.81	254.48
Attrition rate	0.01	0.01	49.65	38.13	–	–
Attrition rate	(0.01)	(0.01)	–	–	56.54	43.71

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognized in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

**(vi) The major categories of plans assets are as follows:**

Particulars	March 31, 2023	March 31, 2022
<b>Gratuity :</b>		
<b>Unquoted</b>		
Insurance fund	410.65	315.32
<b>Total</b>	<b>410.65</b>	<b>315.32</b>

**(vii) Maturity profile of projected benefit obligation (from fund) :**

Particulars	March 31, 2023	March 31, 2022
1st following year	253.28	334.40
2nd following year	222.79	208.98
3rd following year	287.43	231.75
4th following year	301.68	243.07
5th following year	292.95	273.87
Sum of years 6 to 10	1,704.49	1,566.86
Sum of years 11 and above	4,363.06	3,994.14

**Notes (Standalone)**  
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**Note 39 : Leases**

(a) Following are the changes in the Carrying value of Right to Use of Assets :

Particulars	Category of ROU Assets							
	Building	Plant & Machinery	Laboratory Equipments	Plant - Utilities	Computer	Office Equipment	Software	Total
<b>Balance as at March 31, 2021</b>	–	358.51	169.98	144.83	–	–	0.40	673.72
Additions during the year	619.20	–	–	–	–	–	–	619.20
Depreciation charge during the year	(107.57)	(25.80)	(19.33)	(10.50)	–	–	(0.27)	(163.47)
<b>Balance as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	–	–	<b>0.13</b>	<b>1,129.45</b>
<b>Balance as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	–	–	<b>0.13</b>	<b>1,129.45</b>
Additions during the year	308.30	–	–	–	184.86	272.52	–	765.68
Depreciation charge during the year	(128.35)	(26.25)	(19.69)	(10.51)	(9.70)	–	(0.13)	(194.63)
<b>Balance as at March 31, 2023</b>	<b>691.58</b>	<b>306.46</b>	<b>130.96</b>	<b>123.82</b>	<b>175.16</b>	<b>272.52</b>	–	<b>1,700.50</b>

The aggregate depreciation expenses on Right to Use of Assets is included under Depreciation, Amortisation and Impairment Expenses in the Statement of Profit and Loss

(b) The following is the break-up of Current and Non-Current Lease Liabilities :

Particulars	March 31, 2023	March 31, 2022
Current Lease Liabilities (refer note no. 24b)	330.94	149.89
Non Current Lease Liabilities (refer note no. 21b)	1,503.68	1,096.23
<b>Total, Lease Liabilities</b>	<b>1,834.62</b>	<b>1,246.12</b>

(c) Following is the movement in Lease Liabilities :

Particulars	March 31, 2023	March 31, 2022
Balance at the beginning of the year	1,246.12	755.01
Additions during the year	765.67	619.20
Finance cost accrued during the year	133.57	118.90
Payment of Lease Liabilities	(310.74)	(246.99)
<b>Balance at the end of the year</b>	<b>1,834.62</b>	<b>1,246.12</b>

(d) The following is a summary of future minimum lease rental commitments towards Finance Leases

Particulars	March 31, 2023		March 31, 2022	
	Minimum lease commitments	Present value of minimum lease commitments	Minimum lease commitments	Present value of minimum lease commitments
Due within one year	479.28	330.93	256.82	149.91
Due in a period between one year and five years	1,502.98	1,212.02	1,131.14	877.11
Due after five years	372.72	291.67	283.19	219.10
<b>Total minimum lease commitments</b>	<b>2,354.98</b>	<b>1,834.62</b>	<b>1,671.15</b>	<b>1,246.12</b>
Less : Interest	(520.36)		(425.03)	
<b>Present value of minimum lease commitments</b>	<b>1,834.62</b>		<b>1,246.12</b>	

**Notes (Standalone)**  
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**Note 40: Fair value measurement**

<i>Financial instruments by category</i>	<i>March 31, 2023</i>		<i>March 31, 2022</i>	
	<i>FVPL</i>	<i>Amortised Cost</i>	<i>FVPL</i>	<i>Amortised Cost</i>
<b>Financial Assets</b>				
Investments				
Equity instruments		146.25		2.25
Mutual funds	100.00		–	
Trade receivables		35,082.03		29,699.88
Non Current Other Financial assets		195.76		183.71
Cash and cash equivalents		998.61		1,690.07
Bank balances other than cash and cash equivalents		241.34		230.81
Non-Current Financial Assets		605.13		141.32
Current Financial Assets		69.34		54.05
Current Other Financial Assets		299.70		2,415.06
<b>Total Financial Assets</b>	<b>100.00</b>	<b>37,638.16</b>	<b>–</b>	<b>34,417.15</b>
<b>Financial Liabilities</b>				
Bank Borrowings		31,450.45		24,420.61
Lease Liabilities		1,834.62		1,246.12
Current Other Financial Liabilities		5,747.81		8,586.72
Trade Payables		12,644.96		13,531.66
<b>Total Financial Liabilities</b>		<b>51,677.84</b>		<b>47,785.11</b>

**Fair value hierarchy**

**Level 1** :Hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

**Level 2** : The fair value of financial instruments that are not traded in an active market (like forward contract) 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** : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities etc. included in level 3.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

<i>Financial assets and liabilities measured at fair value</i>	<i>March 31, 2023</i>			<i>March 31, 2022</i>		
	<i>Level</i>			<i>Level</i>		
	<i>I</i>	<i>II</i>	<i>III</i>	<i>I</i>	<i>II</i>	<i>III</i>
<b>Financial Assets</b>						
Investments						
Equity instruments	–	146.25	–	–	2.25	–
Mutual funds	100.00	–	–	–	–	–
<b>Total Financial Assets</b>	<b>100.00</b>	<b>146.25</b>	<b>–</b>	<b>–</b>	<b>2.25</b>	<b>–</b>

**Notes (Standalone)**  
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**Note 41 : Capital Management**

**(a) Risk management**

The company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The company monitors capital on the basis of the following gearing ratio : Net debt (total borrowings net of cash and cash equivalents) divided by Total Equity.

The company's strategy is to maintain a gearing ratio within 50%. The gearing ratios were as follows:

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Net Debt	<b>32,045.13</b>	23,745.86
Equity	<b>1,02,702.15</b>	90,430.07
<b>Net debt to equity ratio</b>	<b>31.2%</b>	<b>26.3%</b>

**(b) Dividends**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>(i) Equity shares</b>		
Final dividend for the year ended March 31, 2022 of INR 2.25 (Including Special Dividend of ₹ 0.75) (March 31, 2021 of INR 1.50) per fully paid share	<b>2,073.38</b>	1,382.26
<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 INR 2.25 per fully paid equity share (March 31, 2022 – INR 2.25 (Including Special Dividend of ₹ 0.75)). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	<b>2,073.38</b>	2,073.38

**Notes (Standalone)**  
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**Note 42 : Segment Information**

**(a) Description of segments and principal activities**

The company has only one reporting segment of its business i.e. Pharmaceutical, wherein the company's strategic steering committee, consisting of the chief executive officer, the chief financial officer and the manager for corporate planning, examines the group's performance both from a product and geographic perspective.

The steering committee primarily uses a measure of adjusted earnings before other income, finance cost, tax, depreciation and amortisation (EBITDA, see below) to assess the performance of the operating segments. However, the steering committee also receives information about the segments' revenue and assets on a monthly basis

**(b) Adjusted EBITDA**

Adjusted EBITDA excludes discontinued operations and the effects of significant items of income and expenditure which may have an impact on the quality of earnings such as restructuring costs, impairments when the impairment is the result of an isolated, non-recurring event. It also excludes the effects of share-based payments and gains or losses on financial instruments.

Interest income and finance cost are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the company.

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Total adjusted EBITDA</b>	<b>28,488.81</b>	<b>32,699.74</b>

Adjusted EBITDA reconciles to profit before income tax as follows:

<i>Particulars</i>	<i>Note No</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Total adjusted EBITDA</b>		<b>28,488.81</b>	<b>32,699.74</b>
Finance costs	36	<b>2,502.56</b>	1,413.89
Other Income	30	<b>(232.95)</b>	(232.36)
Depreciation and Amortisation Expense	34	<b>7,060.16</b>	7,895.12
<b>Profit before income tax from continuing operations</b>		<b>19,159.04</b>	<b>23,623.09</b>

**(c) Segment revenue**

The segment revenue is measured in the same way as in the statement of profit or loss.

**Geographical :**

<i>Particulars</i>	<i>March 31, 2023</i>			<i>March 31, 2022</i>		
	<i>India</i>	<i>Outside India</i>	<i>Total</i>	<i>India</i>	<i>Outside India</i>	<i>Total</i>
Revenue from External Customers	<b>84,786.67</b>	<b>79,026.13</b>	<b>1,63,812.80</b>	84,625.06	65,644.90	<b>1,50,269.96</b>
Non Current Assets (*)	<b>82,030.04</b>	–	<b>82,030.04</b>	70,908.03	–	<b>70,908.03</b>

\* Excluding financial assets, deferred & current tax assets

**Product :**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Revenue from Product	<b>1,57,788.62</b>	1,41,596.16
Revenue from Services	<b>6,024.18</b>	8,673.80
<b>Total, Revenue</b>	<b>1,63,812.80</b>	<b>1,50,269.96</b>

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**Note 43 : Share Based Payment Plan (ESOP)**

**A) Employee Stock Option Plan**

The Nomination and Remuneration Committee of the Board at its meeting held on January 24, 2023 has approved the grant of 2,95,500 Employee Stock Options and 75,000 Restricted Stock Units to the eligible employees under Indoco Remedies Limited Employee Stock Option Plan-2022. These are Equity based incentive scheme. The Company has created Indoco Employees Welfare Trust for implementation of Indoco Remedies Limited Employee Stock Option Plan- 2022.

Particulars	ESOP Plan 2022	
	Options	RSUs
Date of Grant	24/01/2023	24/01/2023
Number of Options Granted	2,95,500	75,000
Underlying Price (₹)	404.75	404.75
Exercise Price per option (₹)	307.00	2.00
Weighted Average Compensation Price (₹)	202.30	397.86

Grant Date	Expiry Date	Exerise Period	% of ESOPs to be vested	Number of Options to be Vested	Number of RSUs to be Vested
24/01/2023	24/01/2024	1 year from Respective Vesting Date	10%	29,550	7,500
24/01/2023	24/01/2025	1 year from Respective Vesting Date	20%	59,100	15,000
24/01/2023	24/01/2026	1 year from Respective Vesting Date	30%	88,650	22,500
24/01/2023	24/01/2027	1 year from Respective Vesting Date	40%	1,18,200	30,000
<b>Total, ESOPs</b>				<b>2,95,500</b>	<b>75,000</b>

(i) Summary of Stock Options are as follows :

Particulars	Stock Options Plan 2022	
	2022-23	2021-22
Option outstanding at the beginning of the year (Nos)	—	—
Granted during the year (Nos)	2,95,500	—
Exercised during the year (Nos)	—	—
Lapsed during the year (Nos)	—	—
Option outstanding at the end of the year (Nos)	2,95,500	—
Vested and exercisable at the end of the year (Nos)	—	—
Weighted Average Exercise Price (₹)	307.00	—
Weighted Average Fair Value of Option at the measurement date * (₹)	202.30	—

\* Fair value calculated based on Black & Scholes option pricing model

**B) Restricted Stock Units (RSUs)**

(i) Summary of Restricted Stock Units are as follows :

Particulars	RSUs Plan 2022	
	2022-23	2021-22
Option outstanding at the beginning of the year (Nos)	—	—
Granted during the year (Nos)	75,000	—
Exercised during the year (Nos)	—	—
Lapsed during the year (Nos)	—	—
Option outstanding at the end of the year (Nos)	75,000	—
Vested and exercisable at the end of the year (Nos)	—	—
Weighted Average Exercise Price (₹)	2.00	—
Weighted Average Fair Value of Option at the measurement date * (₹)	397.86	—

\* Fair value calculated based on Black & Scholes option pricing model



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**Note 43 : Share Based Payment Plan (ESOP) : Contd.**

**C) Expense arising from share based payment transactions :**

Expenses arising from share based transactions recognised in profit and loss as part of employee benefit expenses were as follows :

(₹ In Lakhs)		
Particulars	2022-23	2021-22
Employee Stock Option Plan	65.75	–
<b>Total</b>	<b>65.75</b>	<b>–</b>

**Note 44 : Events occurring after the reporting period**

**Other events**

Refer to note 41(b) for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

**Note 45 : Earnings Per Share**

Particulars	Apr'22-Mar'23	Apr'21-Mar'22
<b>Total Operations</b>		
<b>Net Profit / (Loss) for the year</b>	<b>14,136.19</b>	<b>15,452.13</b>
<b>Basic</b>		
Weighted average numbers of equity shares	9,21,50,355	9,21,50,355
<b>Basic Earnings per share of par value ₹ 2/- per share</b>	<b>15.34</b>	<b>16.77</b>
<b>Diluted</b>		
Weighted average numbers of equity shares	9,21,50,355	9,21,50,355
Add: Potential equity shares (ESOP)	1,06,308	–
<b>Diluted Earnings per share of par value ₹ 2/- per share</b>	<b>15.32</b>	<b>16.77</b>

**Note 46 : Relationship with Struck off Companies**

Name of the Struck off Company	Nature of Transactions	Transaction during the year March 31, 2023	Balance Outstanding as at March 31, 2023	Relationship with the struck off company
Ace Technologies & Packaging Systems Private Limited	Services received	3.60	(16.62)	Vendor

Name of the Struck off Company	Nature of Transactions	Transaction during the year March 31, 2022	Balance Outstanding as at March 31, 2022	Relationship with the struck off company
IDAFA Investments Private Limited	Subscription of equity shares	–	–	Equity Shareholder
Ace Technologies & Packaging Systems Private Limited	Services received	8.97	–	Vendor

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**Note 47 : Additional Regulatory Information**

<i>S no.</i>	<i>Particulars</i>
1	The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
2	The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
3	The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
4	The Company have 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: <ul style="list-style-type: none"> <li>(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</li> <li>(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.</li> </ul>
5	The Company have 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: <ul style="list-style-type: none"> <li>(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</li> <li>(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.</li> </ul>
6	The Company have no 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).
7	The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
8	The Company has not given any loans or advances in the nature of loans to the promoters, directors, KMP's and other related parties (as defined under Companies Act 2013) either severally or jointly except for its subsidiary-Warren Remedies Private Limited.
9	The Company has not been declared as wilful defaulter by any bank or financial institution or other lenders during the year.

**Note 48 : Ratio Analysis**

<i>Sr No.</i>	<i>Ratio</i>	<i>Numerator</i>	<i>Denominator</i>	<i>As at 31 March, 2023</i>	<i>As at 31 March, 2022</i>	<i>% Variance</i>	<i>Reason for Variance</i>
1	Current Ratio	Current Assets	Current Liabilities	<b>1.89</b>	1.81	4.42%	Note a
2	Net Debt Equity Ratio	Borrowings	Total Equity	<b>0.31</b>	0.26	19.23%	Note a
3	Debt Service Coverage Ratio	Earnings for debt service = Net Profit before tax + Depreciation and Amortisation + Finance Cost + Loss/(Gain) on sale of asset	Debt Service = Interest Paid + Principal repayments of long term borrowings + Principal repayments of Lease Obligations	<b>1.22</b>	1.95	-37.44%	Additional Loan is availed in Current Year
4	Return on Equity (%)	Net Profit after taxes	Average Total Equity	<b>14.64</b>	18.47	-20.74%	Note a

**Notes (Standalone)**  
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**Note 48 : Ratio Analysis : Contd.**

Sr No.	Ratio	Numerator	Denominator	As at 31 March, 2023	As at 31 March, 2022	% Variance	Reason for Variance
5	Inventory Turnover ratio (in days)	Average Inventory	Sale of Product in days	74	71	4.23%	Note a
6	Trade Receivable Turnover ratio (in days)	Average Trade Receivables	Revenue from Operations (excluding Other Operating Income)	72	64	12.50%	Note a
7	Trade Payable Turnover ratio (in days)	Average Trade Payables	Expenses=Total Expenses - Finance Cost - Depreciation and Amortisation expense - Employee Benefit expenses	45	50	-10.00%	Note a
8	Net Capital Turnover ratio (in days)	Average Working Capital [Working capital: Current assets - Current liabilities] [Current liabilities: Total current liabilities - Current maturities]	Revenue from Operations (excluding Other Operating Income)	92	79	16.46%	Note a
9	Net Profit ratio (%)	Net Profit	Revenue from Operations (excluding Other Operating Income)	8.63	10.28	-16.05%	Note a
10	Return on Capital Employed (%)	Earnings before Finance Cost and Taxes (EBIT)	Capital Employed = Total Equity + Non Current Borrowings + Current Borrowings + Current maturities of leases + Deferred Tax Liability	12.97	19.64	-33.96%	Same reason as (3) above

**Note :**

a. In respect of aforesaid mentioned ratios, there is no significant change (25% or more) in FY 2022-23 in comparison to FY 2021-22

**Note 49 : FINANCIAL RISK MANAGEMENT**

**Financial risk management objectives and policies**

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Audit Committee of the Board of Director.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

The Company manages market risk through a Finance department, which evaluates and exercises independent control over the entire process of market risk management. The Finance department recommend the risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this

**Notes (Standalone)**  
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 (All amounts in INR lakhs, unless otherwise stated)

**Note 49 : FINANCIAL RISK MANAGEMENT (Contd.)**

department include management of cash resources, implementing hedging strategies for foreign currency exposures like foreign exchange forward contracts, borrowing strategies and ensuring compliance with market risk limits and policies.

**Market Risk- Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, finance department performs a comprehensive corporate interest rate risk management policy by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

According to the Company interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

**Exposure to interest rate risk**

(₹ in lakhs)

Particular	As at 31.03.2023	As at 31.03.2022
Short Term Borrowings	11,863.47	10,294.89
Long Term Borrowings	19,586.98	14,125.72
Total Borrowings	31,450.45	24,420.61
% of Borrowings out of above bearing variable rate of Interest	37.72%	42.16%

**Interest Rate Sensitivity**

**A change of 50 bps in interest rates would have following impact on Profit before Tax**

(₹ in lakhs)

Particular	2022-23	2021-22
50 BPS increase would decrease the Profit before Tax by	59.32	51.47
50 BPS decrease would (increase) the Profit before Tax by	(59.32)	(51.47)

**Market Risk- Foreign currency risk.**

The company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to USD, EURO, GBP and AUD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The company risk management policy is to hedge forecasted foreign currency sales for the subsequent 24 to 60 months. As per the risk management policy, foreign exchange forward contracts are taken to hedge forecasted sales.

The company also imports certain materials and Capital Goods which are denominated in USD, EURO, GBP, CHF,JPY,CNY which exposes the company to foreign currency risk to minimise the risk of imports, the company naturally hedges its imports.

The spot component of forward contracts is determined with reference to relevant spot market exchange rates. The differential between the contracted forward rate and the spot market exchange rate is defined as the forward points.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 49 : FINANCIAL RISK MANAGEMENT (Contd.)**

**Derivative instruments and unhedged foreign currency exposure**

**(a) Derivative outstanding as at the reporting date**

(Foreign currency In lakhs)

Particular	As at March 31, 2023		As at March 31, 2022	
	Currency	Amount	Currency	Amount
Forward Contract to Sell USD	USD	257.25	USD	357.24
Forward Contract to Buy USD	USD	–	USD	26.00
Forward Contract to Sell EURO	EURO	102.25	EURO	119.17
Forward Contract to Buy EURO	EURO	–	EURO	–
Forward Contract to Sell GBP	GBP	211.72	GBP	223.70
Forward Contract to BUY GBP	GBP	–	GBP	5.25
Swaps				
FCNR ( B)	USD	–	USD	–
ECB	USD	–	USD	–
ECB	GBP	–	GBP	–
ECB	EURO	5.63	Euro	13.13

Derivative financial instruments such as foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

**(b) Particular of foreign currency exposures as at the reporting date**

As at March, 31, 2023

(Foreign currency in lakhs)

Particular	USD	EURO	GBP	AUD	CAD
Trade Receivables	166.21	93.69	64.03	–	–
Trade Payables	14.54	0.69	0.70	0.66	0.02
Loans Taken - Short Term & long Term	–	5.63	–	–	–
Cash & Bank Balances	–	–	–	–	–

As at March 31, 2022

(Foreign currency in lakhs)

Particular	USD	EURO	GBP	AUD	CAD
Trade Receivables	138.36	80.13	64.58	–	–
Trade Payables	18.51	2.84	0.07	–	–
Loans Taken - Short Term & long Term	29.00	13.13	5.25	–	–
Cash & Bank Balances	–	–	–	–	–

**(c) Foreign Currency Risk Sensitivity**

A change of 5% in foreign currency would have following Impact on Profit before Tax.

(₹ in lakhs)

Particular	2022-23		2021-22	
	5 % increase	5 % Decrease	5 % increase	5 % Decrease
USD	(433.84)	433.84	122.69	(122.69)
EURO	(62.69)	62.69	81.15	(81.15)
GBP	(798.34)	798.34	67.74	(67.74)
CHF	(2.97)	2.97	–	–
CAD	(0.05)	0.05	–	–
Increase / (Decrease) in profit or loss	(1,297.89)	1,297.89	271.58	(271.58)

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 49 : FINANCIAL RISK MANAGEMENT (Contd.)**

**Credit risk**

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses financial reliability of customer and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

The Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward looking information such as:

- Actual or expected significant adverse changes in business,
- Actual or expected significant changes in the operating results of the counterparty,
- Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- Significant increase in credit risk on other financial instruments of the same counterparty,
- Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of Profit and Loss.

The Company measures the expected credit loss of trade receivables and loan from individual customer based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

**Ageing of Account receivables**

(₹ in lakhs)

	As at March 31, '23	As at March 31, '22
Not due	24,478.98	16,597.79
0-3 Months	6,399.86	9,183.25
3 - 6 Months	1,102.68	461.57
6 Months and above	6,288.99	5,090.94
<b>Total</b>	<b>38,270.51</b>	<b>31,333.55</b>

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

**Movement in provisions of doubtful debts**

(₹ in lakhs)

	As at March 31, '23	As at March 31, '22
Opening Provision	1,633.67	260.34
Add :- Additional provision made	1,559.66	1,499.30
Less : - Provision written off	4.85	109.18
Less : - Provision reversed	-	16.79
Closing Provisions	<b>3,188.48</b>	<b>1,633.67</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 49 : FINANCIAL RISK MANAGEMENT (Contd.)**

**Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitor rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

**(i) Financing arrangements**

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lakhs)

<i>Floating Rate</i>	<i>As at March 31, '23</i>	<i>As at March 31, '22</i>
Expiring within one year (Cash Credit and other facilities)	26,102.90	22,172.32
Expiring beyond one year (bank loans)	–	–

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR. The amount is arrived at based on the Sanctioned Limits by the Banks and the same is subject to change based on the Maximum Permissible Bank Finance (MPBF) and Drawing Power.

**(ii) Maturity patterns of Borrowings**

(₹ in lakhs)

	<i>As at March 31, '23</i>				<i>As at March 31, '22</i>			
	<i>0-1 Year</i>	<i>1-5 Year</i>	<i>&gt; 5 year</i>	<i>Total</i>	<i>0-1 Year</i>	<i>1-5 Year</i>	<i>&gt; 5 year</i>	<i>Total</i>
<b>Long term borrowings</b> (Including current maturity of long term debt)	5,236.98	13,500.00	850.00	19,586.98	4,537.23	9,088.49	500.00	14,125.72
<b>Short term borrowings</b>	11,863.47	–	–	11,863.47	10,294.89	–	–	10,294.89
<b>Total</b>	17,100.45	13,500.00	850.00	31,450.45	14,832.12	9,088.49	500.00	24,420.61

**(iii) Maturity Patterns of other Financial Liabilities**

(₹ in lakhs)

<i>As at March 31, '23</i>	<i>0-3 Months</i>	<i>3-6 Months</i>	<i>Beyond 6 Months</i>	<i>Total</i>
Trade Payable	10,942.39	527.88	81.39	11,551.66
Payable related to Capital goods	835.32	132.05	125.93	1,093.30
Other Financial Liability (Current)	3,414.29	2,342.08	7,063.05	12,819.42
<b>Total</b>	15,192.00	3,002.01	7,270.37	25,464.38

(₹ in lakhs)

<i>As at March 31, '22</i>	<i>0-3 Months</i>	<i>3-6 Months</i>	<i>Beyond 6 Months</i>	<i>Total</i>
Trade Payable	12,743.90	–	105.33	12,849.23
Payable related to Capital goods	646.85	–	35.58	682.43
Other Financial Liability (Current)	4,925.64	5,783.10	3,661.33	14,370.07
<b>Total</b>	18,316.39	5,783.10	3,802.24	27,901.73

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
**(All amounts in INR lakhs, unless otherwise stated)**

**Note 50 :**

Contingent Liabilities not provided for:

(₹ in lakhs)

	Particulars	As at March 31, 2023	As at March 31, 2022
A)	Matters under dispute		
i)	Income Tax *	1,899.29	1,861.17
ii)	Sales Tax (₹ 696.52 lakhs has been paid under protest/Settlement, Previous year ₹ 490.89 lakhs) **	1,034.09	1,034.09
iii)	Excise / Service Tax (₹ 82.08 lakhs has been paid as pre-deposit Previous Year ₹ 79.66 Lakhs)***	656.80	655.00
iv)	GST (₹ 0.45 lakhs has been paid as pre-deposit Previous Year ₹ NIL Lakhs)****	522.94	4.99
v)	Labour Law Matter	50.00	50.00
B)	Bank Guarantees	485.97	312.98
C)	Letters of Credit	404.89	774.79
D)	Estimated amount of contracts remaining to be executed on Capital Account, net of advances of ₹ 2,714.80 lakhs (Previous year ₹ 983.99 lakhs )	3,261.34	1,334.40

**Legal Case –**

- MR's / Petitioners has filed a defamation suit against the company under Section 38 / Section 40 of the Specific Relief Act 1963 and the matter is pending before civil court of Jalandhar jurisdiction for ₹ 5 Lakhs each. Total Contingent liability against the suit is ₹ 20 Lakhs (Previous Year - ₹ 20 Lakhs)
- Chartered of Demand (COD) case filed by Union FMRAI (Federation of Medical and Sales Representatives of India) for revision of field employee's salary which is pending since 2012 in Industrial Tribunal Mumbai in case bearing no. ITR No. 2 of 2012 FMRAI V/s Indoco Remedies Limited, Mumbai. Total Contingent liability against the suit is ₹ 30 Lakhs (Previous Year - ₹ 30 Lakhs)

**\* Income Tax demand comprises of**

- ₹ 5.98 lakhs (Previous year - ₹ 5.98 lakhs) appearing as TDS defaults on account of short Deduction / Short Payment & Interest thereon etc. of various assessment years
- ₹ 1855.19 lakhs (Previous year - ₹ 1855.19 lakhs) demand issued by AO on account of Regular Assessment u/s 143(3) for AY 2018-19. The Company has preferred the appeal against the aggrieved demand order before CIT(A) which is yet to be heard.
- ₹ 38.12 lakhs (Previous year - ₹ NIL) demand issued by AO on account of proceedings u/s 201(1) / 201(1A) of the Income tax Act for AY 2019-20. The Company has preferred the appeal against the aggrieved demand order before CIT(A) which is yet to be heard.

**\*\* Sales Tax demand comprises of**

**(I) Telangana Sales Tax:-**

- ₹ 189.81 lakhs (Previous year – ₹ 189.81 lakhs) demand pertaining to classification dispute under Andhra Pradesh VAT Act for the period April 2005 to March 2009. The Company has filed an appeal before High Court which is yet to be heard.
- ₹ 619.19 lakhs (Previous year – ₹ 619.19 lakhs) demand (including penalty) pertaining to classification dispute under Andhra Pradesh VAT Act for the period April 2009 to December 2013. The Company has filed an appeal before Telangana VAT Appellate Tribunal Hyderabad which is yet to be heard.
- ₹ 96.86 lakhs (Previous year – ₹ 96.86 lakhs) is penalty imposed on demand of April 09 to October 12 under Andhra Pradesh VAT Act for classification dispute. The Company has filed an appeal before Appellate Deputy Commissioner (CT), Hyderabad Rural Division which is yet to be heard.



## Notes (Standalone)

### on financial statements for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

#### Note 50 : Contd.

- d) ₹ 59.88 lakhs (Previous year – ₹ 59.88 lakhs) demand pertaining to classification dispute under Telangana VAT Act for the period Jan 14 to June 2017. The Company has filed an appeal before Appellate Deputy Commissioner (CT), Hyderabad Rural Division which is yet to be heard.
- e) ₹ 5.99 lakhs (Previous year – ₹ 5.99 lakhs) is penalty imposed on demand pertaining to classification dispute under Telangana VAT Act for the period Jan 14 to June 2017. The Company has filed an appeal before Deputy Commissioner (CT), Saroornagar Division, Hyd which is yet to be heard.

**The Company have applied for One Time Settlement (OTS) Scheme 2022 as per the Amnesty Scheme declared by Government of Telangana for the above mentioned disputed Commercial Taxes pending at various forums. As per the Scheme, 50% of balance outstanding taxes will be collected while remaining 50% of demand will be waive off. The Interest & penalty shall be waive off for the dealers availing the scheme. No refunds shall be given under the scheme. As per the Letter of Acceptance of Application of OTS in Form 4, We have paid settlement amount during FY 2022-23. The Final Settlement Order is awaited as on date.**

#### (II) Vijayawada A.P.Sales Tax :-

- f) ₹ 12.83 lakhs (Previous year – ₹ 12.83 lakhs) in respect of order from Asst. Commissioner (CT) Audit, Vijayawada for classification dispute for the period June 14 to March 2016. The Company has preferred an appeal before Appellate Deputy Commissioner (CT), Vijayawada.
- g) ₹ 3.21 lakhs (Previous year – ₹ 3.21 lakhs) is penalty imposed on demand pertaining to order from Asst. Commissioner (CT) Audit, Vijayawada for classification dispute for the period June 14 to March 2016. The Company has preferred an appeal before Appellate Deputy Commissioner (CT), Vijayawada.

#### (III) Goa Sales Tax :-

- h) ₹ 46.32 lakhs (Previous year – ₹ 46.32 lakhs) as the amount of demand (including penalty) raised by sales tax officer for Financial Year 2007-08, 2009-10 and 2013-14 on account of input credit of entry tax. The Company has filed appeal before Asst. Commissioner of Commercial Taxes, who has set aside the previous order and directed Assessing Officer for Re-assessment.

#### \*\*\* Excise tax demand comprises of

- a) Company appeal is pending before CESTAT for wrong availment of notification on exempted goods ₹ 0.66 lakhs (Previous year – ₹ 0.66 lakhs).
- b) Appeal pending before Divisional Dy. Commissioner, Boisar for classification dispute ₹ 5.04 lakhs (Previous year – ₹ 5.04 lakhs).
- c) CENVAT credit on input service ₹ NIL lakhs (Previous year – ₹ NIL lakhs), appeal pending before CESTAT, Mumbai.
- d) Company appeal is pending before Divisional Dy. Commissioner, Mumbai for wrong availment of CENVAT credit ₹ 0.79 lakhs (Previous year – ₹ 0.79 lakhs).
- e) Central excise department is in appeal before Supreme Court for Differential duty on intermixture of vitamins / minerals amounting to ₹ 2.91 lakhs (Previous year – ₹ 2.91 lakhs).
- f) CENVAT credit on input service ₹ 494.42 lakhs (Previous year – ₹ 494.42 lakhs), appeal pending before CESTAT, Mumbai.
- g) Company appeal is pending before CESTAT for CENVAT credit availment on physician sample amounting to ₹ 0.20 lakhs (Previous year – ₹ 0.20 lakhs).
- h) Central excise department is in appeal at Supreme Court for valuation of physician sample ₹ 11.20 lakhs (Previous year – ₹ 11.20 lakhs).
- i) ₹ 139.78 lakhs (Previous year – ₹ 139.78 lakhs) pending before CESTAT, Mumbai for Exempted product- Allopurinol Value Based Duty Reversal.

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 50 : Contd.**

**\*\*\*\* GST demand comprises of**

- The Company received Order under section 73 from Office of the Dy. Com. of State Tax for tax period 2017-18 of ₹ 4.67 lakhs (Previous year - ₹ 4.99 lakhs). The Company has preferred the appeal against the aggrieved demand order before Jt. Comm. of State Tax (Appeal) which is yet to be heard.
- The Company received Order under section 73 from Office of the Additional CT & GST Officer and Cuttack - I City Circle, Cuttack, Odisha for tax period 2020-21 of ₹ 2.03 lakhs (Previous year - ₹ NIL). The Company has preferred appeal against the aggrieved demand order before Jt. Comm. of State Tax (Appeal) which is yet to be heard.
- To regularised the Transitional ITC availed through GSTR-3B, The Company has file Revised Tran-1 Return as per the directions issued by Hon'ble Supreme Court vide Order Dated 22.07.2022 in the matter of Union Bank of India Vs. Filco Trade Centre Pvt. Ltd. SLP (C) No. 32709-32710 / 2018. The Company has received State wise orders in this case for rejection of revise Tran-1 credit. Details are as under:-

Sr. No.	GSTIN	Location	Tran-1 Credit Rejected (₹ in lakhs)	Order date
1	02AAACI0380C1ZF	Himachal Pradesh	213.09	22.02.2023
2	24AAACI0380C1Z9	Gujrat	12.61	27.02.2023
3	27AAACI0380C1Z3	Maharashtra	126.11	22.02.2023
4	30AAACI0380C1ZG	Goa	162.06	23.02.2023
5	36AAACI0380C1Z4	Telangana	2.37	22.02.2023
	<b>Total</b>		<b>516.24</b>	

The Company is in process of filing appeal in the above mentioned orders at respective state Appellate Authorities against rejection of revised Tran-1 Credit.

**Note 51 :**

**Assets Pledged As Security**

(₹ in lakhs)

The carrying amount of assets pledged as security for current and non-current borrowings are:

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Current Assets</b>		
<b>Financial Assets</b>		
Floating Charge		
Receivables	35,082.03	29,699.88
Margin Money against L/c	211.89	202.64
<b>Non Financial Assets</b>		
Floating Charge		
Inventories	32,598.55	31,051.56
<b>Total Current Assets Pledged as security</b>	<b>67,892.47</b>	<b>60,954.08</b>
<b>Non Current Assets</b>		
First Charge		
Land & Building	11,389.22	10,428.27
Furniture, fittings and equipment	1,112.52	686.48
Plant and machinery	30,590.04	21,925.77
Others	3,740.16	2,522.34
<b>Total non-current assets Pledged as security</b>	<b>46,831.94</b>	<b>35,562.86</b>
<b>Total assets pledged as security</b>	<b>1,14,724.41</b>	<b>96,516.94</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note 52 :**

Related Party Disclosure as required by Ind AS 24

**I. Related Parties**

(A)	Enterprises that control or are controlled by the reporting company:	
	Holding Companies	NIL
	Subsidiary Companies	Xtend Industrial Designers & Engineers Pvt Ltd. Indoco Remedies CZEC sro. Indoco Remedies UK Limited Warren Remedies Private Limited
	Fellow Subsidiaries	NIL
(B)	Associates and Joint Ventures of reporting company:	
	Associates	NIL
	Joint Ventures	NIL
(C)	(i) Individuals owning and having control of the reporting company Mr. Suresh G Kare, Mrs. Aruna S Kare, Ms. Aditi Panandikar, Mrs. Madhura Ramani	
	(ii) Their relatives: Dr. Milind Panandikar, Mr. Ramnath Kare, Mrs. Sudha Pai, Mrs. Pratima Vaidya, Ms. Mahika Panandikar, Mr. Rohan Ramani, Mr. Megh Panandikar	
(D)	(i) Key Management Personnel : Mr. Suresh G Kare, Ms. Aditi Panandikar, Mr. Sundeep V Bambolkar, Mr. Pramod Ghorpade, Mr. Ramanathan Hariharan, Mr. Jayshankar Menon.	
	Independent Directors: Mr. Divakar, Mr. Gavaskar, Mr. Rajiv P Kakodkar, Dr. (Ms) Vasudha V Kamat, Mr. Abhijit Y Gore Non Executive Director: Dr. Anand M Nadkarni	
	(ii) Their Relatives : Mrs. Aruna S Kare, Mrs. Madhura A Ramani	
(E)	Enterprises controlled by Key Management Personnel SPA Holdings Pvt. Ltd., Shanteri Investments Pvt. Ltd., Indoco Capital Market Ltd., A.K.Services, Suresh Kare Foundation, Warren Generics s.r.o.	

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

Note 52 : Contd.

II. Transactions in respect of which disclosures to be made

(₹ In lakhs)

Particulars of transaction		Enterprises that control or are controlled by reporting company	Associates and Joint Ventures of reporting company	Individuals owning and having control over the reporting company and their relatives	Key Management personnel and their relatives	Enterprises controlled by key management personnel
		(A)	(B)	(C)	(D)	(E)
Purchases or sales of goods (finished or unfinished)	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Purchases or sales of fixed assets	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Rendering or receiving of services	C.Y.	327.09	-	-	-	131.42
	P.Y.	212.83	-	-	-	121.76
Agency arrangements	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Remuneration paid	C.Y.	-	-	-	2,200.11	-
	P.Y.	-	-	-	1,579.94	-
Sitting Fees paid	C.Y.	-	-	-	28.00	-
	P.Y.	-	-	-	28.00	-
Transfer of research and development		-	-	-	-	-
License agreements	C.Y.	-	-	-	3.00	-
	P.Y.	-	-	-	3.00	-
Finance (including loans and equity contributions in cash or in kind)	C.Y.	320.00	-	-	-	-
	P.Y.	-	-	-	-	-
Investments made	C.Y.	1,500.00	-	-	-	-
	P.Y.	0.10	-	-	-	-
Interest Income	C.Y.	11.02	-	-	-	0.70
	P.Y.	-	-	-	-	0.70
Receivable	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Payable	C.Y.	334.72	-	-	-	13.79
	P.Y.	210.14	-	-	-	9.60

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

Note 52 : Contd.

Sr. No.	Particulars of Remuneration	Name of Executive Chairman / MD / JT. MD / KMP							Total Amount
		Mr. Suresh G Kare	Ms. Aditi Panandikar	Mr. Sundeep V Bambolkar	Mrs. Madhura Ramani	Mr. Pramod Ghorpade	Mr. Ramanathan Hariharan	Mr. Jayshankar Menon	
1	Salary as per Provisions contained in Section 17 (1) of the Income tax Act, 1961	360.00	446.61	396.94	28.14	95.32	11.77	33.52	1,372.30
	Value of Perquisites under Section 17 (2) Income tax Act,1961	0.40	5.40	5.40	3.71	6.34	0.90	2.38	24.53
	Profit in Lieu of Salary under Section 17 (3) Income tax Act,1961	-	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-	-
4	Commission /Incentive	150.00	200.00	175.00	-	25.00	-	12.50	562.50
5	Others ,Please Specify – PF, SA	28.80	87.33	77.63	2.76	22.40	2.10	19.76	240.78
	<b>Total (1+5)*</b>	<b>539.20**</b>	<b>739.34**</b>	<b>654.97**</b>	<b>34.61</b>	<b>149.06</b>	<b>14.77</b>	<b>68.16</b>	<b>2,200.11</b>

\* Company contribution to Super Annuation Fund which is not considered while calculating the ceiling of Remuneration specified above under Section 198 of the Companies Act, 2013.

\*\* Members have by way of Postal Ballot, on March 7, 2019, passed a Special Resolution approving the payment of remuneration without restriction in case of no profit or inadequate profit.

**III. Transactions with related parties in ordinary course/ not in normal course/ not on an arm's length basis**

(₹ In lakhs)

Particulars of transaction		Enterprises that control or are controlled by reporting company	Associates and Joint Ventures of reporting company	Individuals owning and having control over the reporting company and their relatives	Key Management personnel and their relatives	Enterprises controlled by key management personnel
		(A)	(B)	(C)	(D)	(E)
(i) Transactions in the ordinary course	C.Y.	2,158.11	-	-	2,231.11	132.12
	P.Y	212.83	-	-	1,610.94	122.46
(ii) Transactions not in the normal course		-	-	-	-	-
(iii) Transactions not on an arm's length basis		-	-	-	-	-
(iv) Justification for (iii)		-	-	-	-	-

Note No: 53

**Expenditure on R&D**

(₹ In lakhs)

Particulars	2022-23	2021-22
Building	112.35	5.44
Equipment & other capital expenditure	2,027.23	1,550.38
<b>Total Capital Expenditure</b>	<b>2,139.58</b>	<b>1,555.82</b>
Revenue Expenditure	8,096.98	7,464.19
<b>Total R &amp; D Expenditure</b>	<b>10,236.56</b>	<b>9,020.01</b>

**Notes (Standalone)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note No: 54**

Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are given as follows:

		(₹ In lakhs)	
		2022-23	2021-22
A	Principal Amount & Interest due on the above	1.42	NIL
B	Interest paid during the year beyond the appointed day	-	-
C	Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act	-	-
D	Amount of interest accrued and remaining unpaid at the end of the year.	-	-
E	Amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small Enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the ACT.	-	-

The above information regarding Micro Enterprises and small Enterprises has been determined on the basis of information available with the Company. No interest has been accrued on delayed payments, if any.

**Note No: 55**

Previous year's figures have been regrouped and reclassified wherever necessary.

*As per our Report of even date attached*

For **Gokhale & Sathe**  
*Chartered Accountants*  
 Firm Registration no.: 103264W  
 Sd/-  
**Tejas Parikh**  
*Partner*  
 M. No. 123215

*For and on behalf of the Board of Directors*

Sd/-  
**Aditi Panandikar**  
*Managing Director*  
 DIN : 00179113  
 Sd/-  
**Pramod Ghorpade**  
*Chief Financial Officer*

Sd/-  
**Sundeep V Bambolkar**  
*Jt. Managing Director*  
 DIN : 00176613  
 Sd/-  
**Ramanathan Hariharan**  
*Company Secretary & Head-Legal*  
 M. No. A20593

Mumbai : May 23, 2023

## Financial Highlights (Standalone)

OPERATIONAL REVIEW	(₹ in lakhs)	
	Year ended March 31, 2023	Year ended March 31, 2022
1) Revenue from Operations (Net of Returns)	1,66,669.11	1,53,971.57
2) EBIDTA	28,488.81	32,699.74
3) Depreciation, Amortisation and Impairment Expenses	7,060.16	7,895.12
4) Finance Cost	2,502.56	1,413.89
5) Profit / (Loss) before Tax	19,159.04	23,623.09
6) Profit / (Loss) after Tax	14,136.19	15,452.13
7) Other Comprehensive Income / (Loss)	143.52	(532.68)
8) Total Comprehensive income for the year	14,279.71	14,919.45
FINANCIAL STRUCTURE	March 31, 2023	March 31, 2022
<b>ASSETS</b>		
<b>Non Current Assets</b>		
1) Net Fixed Assets	77,402.71	67,651.58
2) Financial Assets	2,690.46	570.60
3) Current Tax Assets	541.23	-
4) Other Non Current Assets	4,627.33	3,256.45
<b>Current Assets</b>		
5) Inventories	32,598.55	31,051.56
6) Financial Assets	36,791.02	34,089.87
7) Other Current Assets	11,315.85	12,136.64
<b>Total Assets</b>	<b>1,65,967.15</b>	<b>1,48,756.70</b>
<b>LIABILITIES</b>		
8) Equity	1,02,702.15	90,430.07
<b>Non Current liabilities</b>		
9) Financial liabilities	15,853.68	10,684.72
10) Long Term Provisions	3,333.36	3,164.39
11) Deferred Tax Liabilities (net)	618.04	1,067.04
12) Other Non-Current Liabilities	736.38	740.53
<b>Current liabilities</b>		
13) Financial liabilities	35,824.16	37,100.39
14) Short Term Provisions	4,945.36	4,741.56
15) Current Tax Liabilities	-	77.07
16) Other Current Liabilities	1,954.02	750.93
<b>Total Liabilities</b>	<b>1,65,967.15</b>	<b>1,48,756.70</b>

## Financial Highlights (Standalone)

### Operational Results

Particulars	(₹ in lakhs)				
	Year ended March 31, 2023 IND-AS	Year ended March 31, 2022 IND-AS	Year ended March 31, 2021 IND-AS	Year ended March 31, 2020 IND-AS	Year ended March 31, 2019 IND-AS
1) Revenue from Operations (Net of Returns) / Other Income	1,66,902	1,54,204	1,24,342	1,10,843	97,389
2) Material Cost	52,129	45,675	35,407	33,043	32,018
3) Employee Benefits Expense	32,115	29,495	27,288	25,532	23,126
4) Other Expenses	45,839	38,638	33,008	34,721	28,807
5) Research & Development Expenses	8,097	7,464	5,970	4,970	5,152
6) Finance Cost	2,503	1,414	2,222	2,625	2,054
7) Depreciation, Amortisation and Impairment Expenses	7,060	7,895	7,312	7,081	7,156
8) Profit / (Loss) Before Tax	19,159	23,623	13,135	2,871	(924)
9) Provision For Taxation	5,520	9,323	3,847	386	-
10) Deferred Tax (Net of MAT)	(497)	(1,152)	49	60	(640)
11) Profit / (Loss) After Tax	14,136	15,452	9,239	2,425	(284)
12) Other Comprehensive Income	144	(533)	(86)	(184)	(53)
13) Total Comprehensive Income	14,280	14,919	9,153	2,241	(337)
14) Retained Earnings	12,207	13,537	8,877	1,908	(1,448)
15) Earnings Per Share-Basic (₹ 2/-) (After exceptional items)	15.34	16.77	10.03	2.63	(0.31)
16) Earnings Per Share -Diluted (₹ 2/-) (After exceptional items)	15.32	16.77	10.03	2.63	(0.31)
17) Book Value (₹ 2/-)	111	98	83	74	72

### Financial Summary

Particulars	March 31, 2023 IND-AS	March 31, 2022 IND-AS	March 31, 2021 IND-AS	March 31, 2020 IND-AS	March 31, 2019 IND-AS
<b>ASSETS</b>					
<b>Non Current Assets</b>					
(a) Property, Plant and Equipment	57,848	52,053	52,164	53,632	41,658
(b) Right-of-use assets	1,701	1,129	674	527	-
(c) Capital Work in Progress	5,436	5,282	2,512	732	14,123
(d) Other Intangible Assets	6,597	2,316	4,153	4,803	5,094
(e) Intangible Assets under Development	5,821	6,872	4,298	4,338	4,420
(f) Financial Assets					
(i) Investments	1,890	246	245	245	245
(ii) Loans	605	141	96	100	126
(iii) Others	196	184	173	164	154
(g) Deferred Tax Asset (Net)	-	-	1,928	3,593	3,554
(h) Income Tax Asset (Net)	541	-	714	924	918
(i) Other Non Current Assets	4,627	3,256	2,505	1,997	1,888
<b>Total, Non current Assets</b>	<b>85,262</b>	<b>71,479</b>	<b>69,462</b>	<b>71,055</b>	<b>72,180</b>



## Financial Highlights (Standalone)

### Financial Summary Contd.

Particulars	(₹ in lakhs)				
	March 31, 2023 IND-AS	March 31, 2022 IND-AS	March 31, 2021 IND-AS	March 31, 2020 IND-AS	March 31, 2019 IND-AS
<b>Current Assets</b>					
(a) Inventories	32,599	31,052	23,781	20,824	18,337
(b) Financial Assets					
(i) Investments	100	–	–	–	–
(ii) Trade Receivables	35,082	29,700	23,358	20,918	19,447
(iii) Cash and Cash Equivalents	999	1,690	913	2,348	2,072
(iv) Bank Balances other than (iii) above	241	231	492	1,417	1,546
(v) Loans	69	54	40	38	41
(vi) Other Current Financial Assets	300	2,415	214	299	1,001
(c) Other Current Assets	11,316	12,136	13,397	10,332	11,206
<b>Total Current Assets</b>	<b>80,706</b>	<b>77,278</b>	<b>62,195</b>	<b>56,176</b>	<b>53,650</b>
<b>Total, Assets</b>	<b>1,65,968</b>	<b>1,48,757</b>	<b>1,31,657</b>	<b>1,27,231</b>	<b>1,25,830</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
(a) Equity Share Capital	1,843	1,843	1,843	1,843	1,843
(b) Other Equity	1,00,859	88,587	75,050	66,173	64,265
<b>Total Equity</b>	<b>1,02,702</b>	<b>90,430</b>	<b>76,893</b>	<b>68,016</b>	<b>66,108</b>
<b>Liabilities</b>					
<b>Non-current liabilities</b>					
(a) Financial Liabilities					
(i) Borrowings	14,350	9,588	9,694	9,693	12,866
(ia) Lease Liabilities	1,504	1,096	701	549	–
(b) Long Term Provisions	3,333	3,164	2,772	2,323	1,591
(c) Deferred Tax Liabilities (Net)	618	1,067	–	–	–
(d) Other Non-Current Liabilities	736	741	743	733	732
<b>Total, Non-Current Liabilities</b>	<b>20,541</b>	<b>15,656</b>	<b>13,910</b>	<b>13,298</b>	<b>15,189</b>
<b>Current Liabilities</b>					
(a) Financial Liabilities					
(i) Borrowings	17,101	14,832	16,225	10,598	11,339
(ia) Lease Liabilities	331	150	54	52	–
(ii) Trade Payables	12,645	13,532	11,502	16,629	17,071
(iii) Other Financial Liabilities	5,748	8,587	7,629	12,307	10,928
(b) Short Term Provisions	4,946	4,742	4,688	5,155	4,421
(c) Income Tax Liability (Net)	–	77	–	–	–
(d) Other Current Liabilities	1,954	751	756	1,176	774
<b>Total, Current Liabilities</b>	<b>42,725</b>	<b>42,671</b>	<b>40,854</b>	<b>45,917</b>	<b>44,533</b>
<b>Total, Liabilities</b>	<b>63,266</b>	<b>58,327</b>	<b>54,764</b>	<b>59,215</b>	<b>59,722</b>
<b>Total, Liabilities and Equity</b>	<b>1,65,968</b>	<b>1,48,757</b>	<b>1,31,657</b>	<b>1,27,231</b>	<b>1,25,830</b>

## Financial Highlights (Standalone)

### FINANCIAL PERFORMANCE

<i>Particulars</i>	<i>(₹ in lakhs)</i>	
	<i>Year ended March 31, 2023</i>	<i>Year ended March 31, 2022</i>
Revenue from Operations (Net of Returns)	<b>1,66,669.11</b>	1,53,971.57
Other Income	<b>232.95</b>	232.36
Total Income	<b>1,66,902.06</b>	1,54,203.93
<b>Profit before Finance Cost, Depreciation, Amortisation and Impairment &amp; Tax</b>	<b>28,721.76</b>	32,932.10
Less : Finance Cost	<b>2,502.56</b>	1,413.89
Depreciation, Amortisation and Impairment Expenses	<b>7,060.16</b>	7,895.12
Profit / (Loss) Before Tax	<b>19,159.04</b>	23,623.09
Less : Provision for Taxation		
Current	<b>5,520.14</b>	9,322.84
Deferred	<b>(497.29)</b>	(1,151.88)
Net Profit / (Loss) After Tax	<b>14,136.19</b>	15,452.13
Other Comprehensive Income / (Loss)	<b>143.52</b>	(532.68)
Total Comprehensive Income	<b>14,279.71</b>	14,919.45
Balance brought forward	<b>56,348.47</b>	42,811.28
Amount available for appropriation	<b>70,628.18</b>	57,730.73
<b>Appropriations :</b>		
Dividend	<b>2,073.38</b>	1,382.26
Balance carried forward	<b>68,554.80</b>	56,348.47
	<b>70,628.18</b>	57,730.73

## **Independent Auditors' Report (Consolidated)** **to the Members of Indoco Remedies Limited**

### **Report on the Audit of Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying consolidated financial statements of **INDOCO REMEDIES LIMITED** ("the Holding Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended and notes to the consolidated financial statements (including summary of significant accounting policies) and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the 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, 2023, and its consolidated profit and consolidated total comprehensive income, its consolidated changes in equity and its consolidated cash inflows 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 Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional 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 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 matters described below to be the key audit matters to be communicated in our audit report.

Sr. No.	Key Audit Matters	Auditors' Response
1	<p><b>Provisions for Sales Returns.</b></p> <p>The Group provides for sales returns on an estimated basis as a percentage of sales. Such an estimate is arrived at on the basis of average of actual sales return over the last 3 financial years. Such estimation is based on management best judgement of the probability of sales returns. Provision for sales return amounted to ₹ 2,319.86 lakhs as on March 31, 2023 (₹ 2,114.68 lakhs as on March 31, 2022). Refer Note no. 27: current provisions to the consolidated financial statements.</p>	<p><b>Principal Audit Procedures Performed</b></p> <p>We have carried out the validation of the information provided by the management by performing the following procedures:</p> <ul style="list-style-type: none"> <li>a) Validating the process consistently implemented by the management in arriving at the estimates.</li> <li>b) Correlating the amounts of actual sales returns with the provisions made.</li> <li>c) Evaluated management assessment for change in estimates for provision for sales return during this year.</li> <li>d) Getting representations from the management wherever necessary.</li> </ul>
2	<p><b>Direct and Indirect Tax receivables and contingent liabilities pertaining to tax matters under dispute.</b></p> <p>The Group has reflected ₹ 7,630.14 lakhs as receivables of Sales Tax, Entry Tax, GST Input credit, Income Tax, etc. as on March 31, 2023 (₹ 10,541.16 lakhs as on March 31, 2022). Further, the Group is a party to litigations in respect of various statutory dues where the amounts demanded are to the tune of ₹ 4,113.12 lakhs as on March 31, 2023 (₹ 3,555.25 lakhs as on March 31, 2022). Out of this, an amount of ₹ 779.05 lakhs has been deposited under protest as on March 31, 2023 (₹ 570.55 lakhs as on March 31, 2022).</p> <p>Contingent liabilities as defined in Ind AS 37 require assessment of probable outcomes and cash flows. The identification and quantification of contingent liabilities require estimation and judgement by the management. The ultimate recoverability of receivables is based on outcome of those proceedings and require inputs from subject specialists, management judgement and therefore required significant audit attention.</p> <p>Refer note no. 51: contingent liabilities not provided for to the consolidated financial statements.</p>	<p><b>Principal Audit Procedures Performed</b></p> <p>We have carried out the validation of the information provided by the management by performing the following procedures:</p> <ul style="list-style-type: none"> <li>a) Evaluating the reasonableness of the underlying assumptions</li> <li>b) Examining the relevant documents on record.</li> <li>c) Relying on relevant external evidence available including applicable judicial pronouncements and industry practices.</li> <li>a) Getting representations from the management wherever necessary.</li> </ul>

**Information Other than the Consolidated Financial Statements and Auditor's Report Thereon**

The Holding Company's Board of Directors is responsible for the preparation of 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 consolidated 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 and, in doing so, 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.

When we read the other information, 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 the Management and those charged with governance for the Consolidated Financial Statements**

The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and accounting principles generally accepted in India. 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 the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement 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 the consolidated financial statements by the directors of the holding company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the group are responsible for assessing the Group'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 management either intends to liquidate the companies included in group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a) 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.
- b) Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under the section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies has adequate internal financial controls system in place with reference to consolidated financial statements and the operating effectiveness of such controls.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) 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.
- e) 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.
- f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or 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 entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the 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 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 and are therefore the key audit matters. We describe these matters in our auditor's report unless that were of most significance in the audit of the consolidated financial statements of the current period 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**

The consolidated financial results include the audited financial results of three subsidiaries, whose annual financial statements reflects total assets of ₹ 2,252.88 lakhs as at March 31, 2023, total revenue from operations of ₹ 68.94 lakhs and ₹ 191.66 lakhs and total net profit after tax of ₹ 42.47 lakhs and ₹ 88.84 lakhs for the quarter and year ended March 31, 2023 respectively and net cash inflow of ₹ 38.13 lakhs for the year ended March 31, 2023 as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. The independent auditors' reports on the financial statements of these entities have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors.

The consolidated financial results also include the financial results of 1 foreign subsidiary, which have not been reviewed nor subjected to audit, whose financial statement reflect total assets of ₹ 1.93 lakhs as at March 31, 2023 and total revenues of ₹ 0.20 lakhs and ₹ 0.34 lakhs and total net profit after tax ₹ 0.14 lakhs and ₹ 0.11 lakhs for the quarter ended and year ended March 31, 2023 respectively, and net cash inflow of ₹ 0.28 lakhs for year ended March 31, 2023, as considered in the Statement. The unaudited financial results / financial information have been furnished to us by the Board of Directors and our opinion on the Consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of this foreign subsidiary company is based solely on such unaudited financial results / financial information. According to the information and explanations given to us by the Management, these financial results are not material to the Group.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of our audit of the aforesaid consolidated financial statements.
  - b) in our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept so far by law as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of the preparation of the consolidated financial statement.

- d) in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued there under.
- e) on the basis of written representations received from the directors of the holding company as on March 31, 2023 taken on record by the Board of Directors of the holding company and the report of the statutory auditor of its subsidiary companies to the extent applicable, none of the directors of the Group Companies are disqualified as on March 31, 2023, 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 consolidated financial statements and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) 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.

- h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
  - i. The Group has disclosed the impact of pending litigations as at March 31, 2023 on its consolidated financial position of the group – Refer note 51 to the consolidated financial statements.
  - ii. The Group does 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 Holding Company and its subsidiary companies.
  - iv. (a) The respective Management of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief as disclosed in note no 48(4) to the consolidated 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 Holding Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("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 or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The respective Management of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief as



disclosed in note no 48(5) to the consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries 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;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, 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. (a) The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable.
  - (b) The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. The subsidiary companies have not proposed any dividend (interim or final) for the FY 2022-2023.
  - vi. In respect of Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, since proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable for the Holding Company and its subsidiaries incorporated in India, only w.e.f. 1 April 2023, reporting under this clause is not applicable.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **Gokhale & Sathe**  
*Chartered Accountants*  
FRN: - 103264W

Sd/-

**Tejas Parikh**  
*Partner*

Membership No. 123215

UDIN: - 23123215BGQLDJ1716

Place : Mumbai

Date : May 23, 2023

## **ANNEXURE 'A'** **to the Independent Auditors' Report (consolidated)**

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report on consolidated Financial Statements to the Members of Indoco Remedies Limited of even date)**

**Report on the Internal Financial Controls under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")**

### **Opinion**

In conjunction with our audit of the consolidated financial statements of Indoco Remedies Limited as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of Indoco Remedies Limited ('the Holding Company') and its subsidiary companies, as of that date.

In our opinion and to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting 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 ICAI.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company and its subsidiary companies are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated 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 ICAI 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. 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 system with reference to consolidated financial statements 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 auditors' judgment, 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 obtained by us and other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to consolidated financial statements.

### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

A Company's internal financial control over financial reporting 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 over financial reporting 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 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 over financial reporting 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.

### **Other Matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to the subsidiary companies, to the extent applicable, is based on the corresponding report of the auditor of such company. Our opinion is not qualified in respect of this matter.

For **Gokhale & Sathe**  
*Chartered Accountants*  
FRN: - 103264W

Sd/-

**Tejas Parikh**  
*Partner*

Membership No. 123215

UDIN: - 23123215BGQLD1716

Place : Mumbai

Date : May 23, 2023

# Consolidated Balance Sheet

## As at March 31, 2023

Particulars	Note No.	(₹ in lakhs)	
		March 31, 2023	March 31, 2022
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment .....	3	59,518.56	52,055.29
(b) Right-of-use assets .....	4	1,700.50	1,129.45
(c) Capital Work in Progress .....	3	5,539.16	5,281.52
(d) Other Intangible Assets .....	5	6,597.06	2,316.24
(e) Intangible Assets under Development .....	5	5,820.81	6,871.57
(f) Goodwill on consolidation .....		9.00	9.00
(g) Financial Assets			
(i) Investments .....	6(a)	146.25	2.25
(ii) Loans .....	7	285.13	141.32
(iii) Other Financial Assets .....	8	195.76	183.71
(i) Income Tax Assets (Net) .....	10	539.52	—
(j) Other Non Current Assets .....	11	4,649.81	3,256.95
<b>Total, Non current Assets</b> .....		<b>85,001.56</b>	<b>71,247.30</b>
<b>Current Assets</b>			
(a) Inventories .....	12	32,598.55	31,051.56
(b) Financial Assets			
(i) Investments .....	6(b)	100.00	—
(ii) Trade Receivables .....	13	35,094.04	29,724.56
(iii) Cash and Cash Equivalents .....	14	1,093.47	1,746.52
(iv) Bank Balances other than (iii) above .....	15	241.34	230.81
(v) Loans .....	16	69.34	54.05
(vi) Other Financial Assets .....	17	299.70	2,415.06
(c) Other Current Assets .....	18	11,321.83	12,139.35
<b>Total Current Assets</b> .....		<b>80,818.27</b>	<b>77,361.91</b>
<b>Total, Assets</b> .....		<b>1,65,819.83</b>	<b>1,48,609.21</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital .....	19	1,843.01	1,843.01
(b) Other Equity .....	20	1,00,981.93	88,621.00
<b>Total Equity</b> .....		<b>1,02,824.94</b>	<b>90,464.01</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	21a	14,350.00	9,588.49
(ia) Lease Liabilities .....	21b	1,503.68	1,096.23
(b) Provisions .....	22	3,339.70	3,174.48
(c) Deferred Tax Liabilities (Net) .....	9	614.22	1,060.11
(d) Other Non-Current Liabilities .....	23	736.38	740.53
<b>Total, Non-Current Liabilities</b> .....		<b>20,543.98</b>	<b>15,659.84</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	24a	17,100.45	14,832.12
(ia) Lease Liabilities .....	24b	330.94	149.89
(ii) Trade Payables .....	25	—	—
Total Outstanding Dues of Micro Enterprises and Small Enterprises .....		1.86	—
Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises .....		12,343.89	13,329.06
(iii) Other Financial Liabilities .....	26	5,757.95	8,597.43
(b) Other Current Liabilities .....	28	1,961.86	754.62
(c) Provisions .....	27	4,953.96	4,744.62
(d) Income Tax Liabilities (Net) .....	10	—	77.62
<b>Total, Current Liabilities</b> .....		<b>42,450.91</b>	<b>42,485.36</b>
<b>Total, Liabilities</b> .....		<b>62,994.89</b>	<b>58,145.20</b>
<b>Total, Equity and Liabilities</b> .....		<b>1,65,819.83</b>	<b>1,48,609.21</b>

The above statement of Balance Sheet should be read in conjunction with the accompanying notes.

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W

Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

## Consolidated Statement of Profit and Loss Account For the year ended March 31, 2023

Particulars	Note No.	(₹ in lakhs)	
		Year ended March 31, 2023	Year ended March 31, 2022
<b>Income</b>			
(a) Revenue from Operations .....	29	1,66,861.11	1,54,075.35
(b) Other Income .....	30	233.51	232.69
<b>Total Income (I)</b> .....		<b>1,67,094.62</b>	<b>1,54,308.04</b>
<b>Expenditure</b>			
(c) Cost of Materials Consumed .....	31a	41,202.38	39,366.15
(d) Purchase of Stock in Trade .....	31b	10,271.96	8,943.00
(e) Changes in Inventories of Finished Goods, Stock in Trade & Work-in-progress .....	31c	655.21	(2,630.35)
(f) Employee Benefit Expenses .....	32	32,257.92	29,628.08
(g) R&D Expenses .....	33	8,096.98	7,464.19
(h) Finance Costs .....	36	2,502.94	1,414.18
(i) Depreciation, Amortization and Impairment Expense .....	34	7,060.62	7,895.59
(j) Other Expenses .....	35	45,767.40	38,570.08
<b>Total Expenses (II)</b> .....		<b>1,47,815.41</b>	<b>1,30,650.92</b>
<b>Profit before Tax</b> .....		<b>19,279.21</b>	<b>23,657.12</b>
(k) Tax Expense .....	37		
(a) Current .....		5,550.51	9,330.37
(b) Deferred .....		(496.45)	(1,153.20)
<b>Total Taxes</b> .....		<b>5,054.06</b>	<b>8,177.17</b>
<b>Profit for the year</b> .....		<b>14,225.15</b>	<b>15,479.95</b>
(l) <b>Other Comprehensive Income</b>			
Items that will not be reclassified to profit and loss			
i) Remeasurements of post-employment benefit obligations ..	38	191.79	(818.81)
ii) Income tax relating to this item .....	37	(48.27)	286.12
Items that may be reclassified to profit or loss			
Exchange differences on translation of foreign operations .....		(0.11)	(0.05)
<b>Total Other Comprehensive Income / (Loss)</b> .....		<b>143.41</b>	<b>(532.74)</b>
<b>Total Comprehensive income for the year</b> .....		<b>14,368.56</b>	<b>14,947.21</b>
<b>Profit attributable to :</b>			
Equity Shareholders of the Company .....		14,225.15	15,479.95
Non-Controlling Interest .....		-	-
		<b>14,225.15</b>	<b>15,479.95</b>
<b>Other comprehensive income / (loss) is attributable to:</b>			
Equity Shareholders of the Company .....		143.41	(532.74)
Non-Controlling Interest .....		-	-
		<b>143.41</b>	<b>(532.74)</b>
<b>Total comprehensive income is attributable to:</b>			
Equity Shareholders of the Company .....		14,368.56	14,947.21
Non-Controlling Interest .....		-	-
		<b>14,368.56</b>	<b>14,947.21</b>
(m) <b>Earning Per Share</b> .....	46		
<b>Basic (₹)</b> .....		15.44	16.80
<b>Diluted (₹)</b> .....		15.42	16.80

The above statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

## Consolidated Cash Flow Statement

For the year ended March 31, 2023

S no.	Particulars	(₹ in lakhs)	
		Year ended 31.03.2023	Year ended 31.03.2022
<b>(A) Cash Flow from Operating Activities :</b>			
	<b>Net Profit / (Loss) before tax and extraordinary item</b>	<b>19,279.21</b>	23,657.12
	Adjustments for :		
	Depreciation, Amortisation and Impairment Expense	7,060.62	7,895.59
	Profit on sale of Fixed Assets	(19.45)	(1.93)
	Loss on sale of Fixed Assets	145.62	53.00
	Share based payments to Employees	65.75	-
	Sundry Balance written back	(118.08)	(136.41)
	Provision for Doubtful Debts / Bad Debts	1,559.66	1,513.60
	Interest Income	(58.08)	(47.38)
	Dividend received on Investments	(0.39)	(0.29)
	Unrealised Foreign Exchange (Gain) / Loss	729.55	(2,045.88)
	Finance Cost (Other than Unrealised Foreign Exchange (Gain) / Loss)	2,722.68	1,481.96
		<u>12,087.88</u>	<u>8,712.26</u>
	<b>Operating Profit before Working Capital Change</b>	<b>31,367.09</b>	<b>32,369.38</b>
	Adjustments for:		
	Decrease / (Increase) in Trade Receivables	(7,878.47)	(5,877.67)
	Decrease / (Increase) in Other Current Financial Assets	2,100.07	(2,214.32)
	Decrease / (Increase) in Other Current Assets	817.52	1,257.20
	Decrease / (Increase) in Inventories	(1,546.99)	(7,266.47)
	Decrease / (Increase) in Other Non Current Financial Assets	(143.81)	(45.80)
	Decrease / (Increase) in Other Non Current Assets	507.48	(90.15)
	Increase / (Decrease) in Trade Payables	(865.24)	2,142.90
	Increase / (Decrease) in Non Current Provisions	357.02	(421.83)
	Increase / (Decrease) in Lease Liabilities	765.66	619.21
	Increase / (Decrease) in Other Non Current Liabilities	(4.15)	(2.64)
	Increase / (Decrease) in Current Financial Liabilities	(2,843.50)	974.16
	Increase / (Decrease) in Current Provisions	209.34	53.48
	Increase / (Decrease) in Other Current Liabilities	1,207.14	(6.61)
		<u>(7,317.93)</u>	<u>(10,878.54)</u>
	<b>Cash generated from Operations</b>	<b>24,049.16</b>	<b>21,490.84</b>
	Income Tax Paid (Net of Refund)	(6,165.37)	(4,108.06)
	<b>Net cash from / (used in) Operating Activities (A)</b>	<b>17,883.79</b>	<b>17,382.78</b>
<b>(B) Cash Flow from Investing Activities</b>			
	Payment towards Capital Expenditure	(20,725.06)	(12,532.35)
	Sale of Fixed Assets	115.92	93.73
	Payment towards purchases of Investments	(244.00)	(0.15)
	(Increase) / Decrease in Bank Balance not considered as Cash & Cash Equivalents	(10.52)	261.24
	Interest Received	46.03	36.42
	Dividend received on Investments	0.39	0.29
	<b>Net Cash from / (used in) Investing Activities (B)</b>	<b>(20,817.24)</b>	<b>(12,140.82)</b>

## Consolidated Cash Flow Statement For the year ended March 31, 2023

... Contd. from previous page

S no.	Particulars	Year ended	
		31.03.2023	31.03.2022
		(₹ in lakhs)	
<b>(C)</b>	<b>Cash Flow from Financing Activities</b>		
	Finance Cost (Other than Unrealised Foreign Exchange (Gain) / Loss)	(2,719.91)	(1,499.26)
	Payment of Lease Liability	(177.15)	(128.10)
	Dividend Paid	(2,072.11)	(1,379.32)
	Proceeds from Long Term Borrowings	9,500.00	9,750.00
	Repayment of Long Term Borrowings	(4,062.24)	(9,790.16)
	Proceeds / (Repayment) from Short Term Borrowings	1,811.81	(1,390.37)
	<b>Net cash from / (used in) Financing Activities (C)</b>	<b>2,280.40</b>	<b>(4,437.21)</b>
	<b>Net Increase / (Decrease) in Cash or Cash Equivalents (A+B+C)</b>	<b>(653.05)</b>	<b>804.75</b>
	<b>Cash and Cash Equivalents at the beginning of the Financial Year</b>	<b>1,746.52</b>	<b>941.77</b>
	<b>Cash and Cash Equivalents at the end of the Financial Year (Refer Note 14)</b>	<b>1,093.47</b>	<b>1,746.52</b>

### Notes:

- The above statement of Cash Flows should be read in conjunction with the accompanying notes.
- The above Cash Flow Statement has been prepared under "Indirect Method" set out in Ind AS-7, issued by Institute of Chartered Accountants of India
- Figures in brackets indicate cash outgo.
- Previous year's figures have been regrouped and reclassified wherever necessary.
- Cash and Cash Equivalents comprise of :

Particulars	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
a. Cash on Hand	13.69	11.01	6.98
b. Balances with Bank	1,079.78	1,735.51	934.79
<b>Total</b>	<b>1,093.47</b>	<b>1,746.52</b>	<b>941.77</b>

- Changes in liability arising from financing activities :

Particulars	Borrowings		
	Non-Current (Note 21a)	Current (Note 24)	Total
As at March 31, 2021	14,286.56	11,632.38	25,918.94
Cash Flow	(40.16)	(1,390.37)	(1,430.53)
Foreign exchange movement	(120.68)	52.88	(67.80)
<b>As at March 31, 2022</b>	<b>14,125.72</b>	<b>10,294.89</b>	<b>24,420.61</b>
Cash Flow	5,437.76	1,811.81	7,249.57
Foreign exchange movement	23.50	(243.23)	(219.73)
<b>As at March 31, 2023</b>	<b>19,586.98</b>	<b>11,863.47</b>	<b>31,450.45</b>

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023

## Consolidated Statement for Changes in Equity

### For the year ended March 31, 2023

#### a. Equity Share Capital

(₹ in lakhs)

	Note No	Amount
As at April 1, 2021	19	1,843.01
Changes in Equity Share Capital		–
<b>As at March 31, 2022</b>		<b>1,843.01</b>
Changes in Equity Share Capital		–
Add: Shares allotted under ESOP during the year		–
<b>As at March 31, 2023</b>		<b>1,843.01</b>

#### b. Other Equity

(₹ in lakhs)

Particulars	Note No.	Attributable to owners of Indoco Remedies Ltd.					Total Other Equity
		Reserves & Surplus					
		Employee stock options outstanding account	Securities Premium	Capital reserve	General reserve	Retained Earnings	
<b>Balance as at April 1, 2021</b>	20	–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>42,817.46</b>	<b>75,056.05</b>
Changes in treasury shares during the year							
Profit for the year		–	–	–	–	15,479.95	15,479.95
Ind AS Adjst		–	–	–	–	–	–
Other comprehensive income for the year		–	–	–	–	(532.74)	(532.74)
<b>Total Comprehensive income for the year</b>		–	–	–	–	14,947.21	14,947.21
Dividends		–	–	–	–	(1,382.26)	(1,382.26)
Transfer to General Reserve		–	–	–	–	–	–
<b>Balance as at March 31, 2022</b>		–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>56,382.41</b>	<b>88,621.00</b>
<b>Balance as at April 1, 2022</b>		–	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>56,382.41</b>	<b>88,621.00</b>
Changes in equity share capital during the year							
Profit / (Loss) for the year		–	–	–	–	14,225.15	14,225.15
Other comprehensive Income for the year		–	–	–	–	143.41	143.41
<b>Total comprehensive income for the year</b>		–	–	–	–	14,368.56	14,368.56
Dividends		–	–	–	–	(2,073.38)	(2,073.38)
Transfer to General Reserve		–	–	–	–	–	–
Recognition of share-based payments (ESOP) (net)		65.75	–	–	–	–	65.75
<b>Balance as at March 31, 2023</b>		<b>65.75</b>	<b>6,420.93</b>	<b>0.02</b>	<b>25,817.64</b>	<b>68,677.59</b>	<b>1,00,981.93</b>

The above statement of Changes in Equity should be read in conjunction with the accompanying notes.

Remeasurement gain (net of tax) on defined benefit plan ₹ 143.41 Lakhs (Remeasurement loss (net of tax) Previous year ₹ 532.74 Lakhs) is recognised during the year as part of Retained Earnings.

As per our Report of even date attached

For **Gokhale & Sathe**  
Chartered Accountants  
Firm Registration no.: 103264W  
Sd/-  
**Tejas Parikh**  
Partner  
M. No. 123215

For and on behalf of the Board of Directors

Sd/-  
**Aditi Panandikar**  
Managing Director  
DIN : 00179113  
Sd/-  
**Pramod Ghorpade**  
Chief Financial Officer

Sd/-  
**Sundeep V Bambolkar**  
Jt. Managing Director  
DIN : 00176613  
Sd/-  
**Ramanathan Hariharan**  
Company Secretary & Head-Legal  
M. No. A20593  
Mumbai : May 23, 2023



# Notes to Consolidated Financial Statements

## For the year ended March 31, 2023

### Corporate Information

Indoco Remedies Limited (the Company) is a Public Limited Company domiciled in India and incorporated under the provision of the Companies Act, VII of 1913. Its Shares are listed on two stock exchanges in India i.e Bombay Stock Exchange and National Stock Exchange. Indoco Remedies Limited is engaged in the manufacturing and marketing of Formulations (Finished Dosage Forms) and Active Pharmaceutical Ingredients (APIs). The Company caters to both Domestic and International markets. Company has four wholly owned subsidiaries (together referred to as “the Group)

<i>Name of the Subsidiaries</i>	<i>Country of Incorporation</i>	<i>% of Holding and voting power either directly or indirectly through subsidiary as at March 31, 2023</i>	<i>% of Holding and voting power either directly or indirectly through subsidiary as at March 31, 2022</i>
<b>Indian Subsidiary :</b>			
Xtend Industrial Designers & Engineers Pvt Ltd	India	100%	100%
Warren Remedies Private Limited	India	100%	100%
<b>Foreign Subsidiary :</b>			
Indoco Remedies Czech sro	Czechoslovakia	100%	100%
Indoco Remedies UK Limited	United Kingdom	100%	100%

### 1. Significant Accounting Policies followed by the Group Companies

#### a) Basis of Preparation

##### (i) Compliance with Ind AS

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the ‘Ind AS’) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (‘Act’) read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These consolidated financial statements were authorised for issue by the Company’s Board of Directors on May 23, 2023

##### (ii) Historical cost convention

The 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;

##### (iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Group’s normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

##### (iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

#### b) Use of estimates and judgements

The preparation of financial statements requires management of the Group to make estimates and assumptions that affect the reported assets and liabilities, revenue and expenses and disclosures relating to contingent liabilities. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Management at each reporting date reviews estimates and underlying assumptions. Actual results could differ from these estimates. Any revision of these estimates is recognise prospectively in the current and future periods.

Following are the critical judgements and estimates:

**Critical judgments:**

**a. Taxes on Income:**

Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

**b. Employee benefits:**

Significant judgments are involved in making estimates about the life expectancy discounting rate, salary increase, etc. which significantly affect the working of the present value of the future liabilities on account of the employee benefits by way of defined benefit plans.

**c. Product warranty and expiry claims:**

Significant judgments are involved in determining the estimated stock lying in the market with product shelf life and estimates of likely claims on account of expiry of such unsold goods lying with stockists.

**d. Impairment of property, plant and equipment**

Significant judgment is involved in determining the estimated future cash flows from Property, Plant and Equipment to determine their value in use to assess whether there is any impairment in their carrying amounts as reflected in the financials.

**e. Contingent liabilities:**

Significant judgment is involved in determining whether there is a possible obligation that may, but probably will not require an outflow of resources.

**Critical estimates:**

**a. Property, Plant and Equipment:**

Property, Plant and Equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Management reviews the residual values, useful lives and methods of depreciation of Property, Plant and Equipment at each reporting period end and any revision to these is recognised prospectively in current and future periods. 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.

**b. Sales Return**

The Group accounts for sales returns accrual by recording an allowance for sales returns concurrent with the recognition of revenue at the time of a product sale. This allowance is based on the Group's estimate of expected sales returns. Accordingly, the estimate of sales returns is determined primarily by the Group's historical experience in the markets in which the Group operates

**c. Segment Reporting**

The Company has only one business segment i.e Pharmaceutical Products.

**d. Foreign Currency Translation**

**i. Functional and presentation currency**

The Financial Statements are presented in Indian rupees (INR) which is the functional and presentation currency.

**ii. Transactions and balances**

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 differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other gains / (losses).

**e. Revenue Recognition**

The Group derives major portion of its revenue from manufacturing and marketing of Formulations (Finished Dosage Forms) and Active Pharmaceutical Ingredients (APIs). Other sources of revenue include Dossiers development, Analytical Studies and Bio-equivalent studies undertaken by the Group on behalf of customers.

With effect from April 1, 2018, the Group has adopted Ind AS 115, Revenue from Contracts with Customers. The Group analysed the impact of Ind AS on incomplete contracts, if any and concluded that the effect of adoption of Ind AS 115 was insignificant.

**Recognising revenue from major business activities**

**i. Sale of goods – FDF and API**

Revenue from sale of FDF and API are recognised when the performance obligations are satisfied in accordance with Ind AS 115. Performance obligations are deemed to have been satisfied when substantial risk and rewards of ownership are transferred to the customer and the customer obtains control of the promised goods. In case of domestic sales, performance obligations are satisfied when goods are dispatched, or delivery is handed over to the transporter. In case of export sales, performance obligations are satisfied based on terms defined in the contracts. In case of Ex-works contracts, performance obligation is satisfied when goods are shipped or dispatched from the factory and in other cases when the goods are shipped on board based on Bill of Lading / Airway Bill or any other similar document evidencing delivery thereof.

**ii. Revenue from services**

Services provided include Dossiers development, Analytical Studies and Bio-equivalent studies undertaken by the Group on behalf of customers.

The contracts with customers for Dossiers and study reports are fixed-price contracts. Revenue from such contracts, where the performance obligations are satisfied over time and where there is no significant uncertainty as to measurement or collectability of consideration, is recognised based on the terms agreed with the customers.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. The effect that the contract modification has on the transaction price, and on the entity's measure of progress towards complete satisfaction of the performance obligation, is recognised as an adjustment to revenue (either as an increase in or a reduction of revenue) at the date of the contract modification (i.e. the adjustment to revenue is made on a cumulative catch-up basis).

**iii. Other Operating Revenue - Export incentives**

Revenue from Export Incentives under various schemes is recognised when the performance obligations are satisfied i.e. when the related export sales are effected.

**iv. Sales Return**

The Group recognises provision for sales return, on the basis of past experience, measured on net basis of the margin of the sales. Any unutilised provision for sales

return is reversed to the Statement of Profit and Loss on completion of 3 years from the date of creation.

**f. Government Grants**

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

**g. Income Tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are excepted to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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.

**h. Business Combinations**

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the Group; and
- Fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

**i. Cash and Cash Equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**j. Cash Flow Statements**

Cash flows are prepared using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Group are segregated.

**k. Inventories**

Inventories of Raw Materials, Work-in-Progress, Stores and Spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulas used are 'Weighted Average Cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**l. Non-Current Assets held for Sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal Company classified as held for sale continue to be recognised.

**m. Derivatives and Hedging Activities**

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

**n. 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. Cost includes purchase price, non-refundable taxes, levies, and any directly attributable cost of bringing the asset to its working condition for the intended use.

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 Group 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.

**Transition to Ind AS**

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

**Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

<i>Asset Class</i>	<i>Useful Life</i>
Building and Premises – Office	60 years
Building and Premises – Factory	30 years
Plant and Machinery	15 years
Handling Equipment	15 years
Pollution Control Equipment	10 years
Laboratory Equipment	10 years
R & D Equipment	10 years
Plant Utilities	15 years
Electric Installation	10 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Computers - Desktops, Laptop etc.	3 years
Computers - Servers and Networks	6 years
Networking Instrument	6 years
Air Conditioning Unit	15 years
Vehicles	8 years
Trade Mark	15 years
Technical Know How	10 years

The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

**o. Intangible Assets**

**i. Computer Software**

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the software so that it will be available for use
- Management intends to complete the software and use it
- There is an ability to use the software
- It can be demonstrated how the software will generate probable future economic benefits
- Adequate technical, financial and other resources to complete the development and to use the software are available, and
- The expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalized as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

**ii. ANDA / DMFs / Dossiers**

All revenue expenditure incurred till the development of ANDAs / DMFs / Dossiers etc. are grouped under intangible assets under development. Once the development is complete, the expenditures incurred on the said project is capitalised & grouped under "Intangible Assets" and amortised based on best estimated commercial revenue period, not exceeding 5 years. The carrying value of the capitalised project is reviewed for impairment annually.

**iii. Amortisation methods and periods**

The Group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

<i>Asset Class</i>	<i>Useful Life</i>
Trade Mark/ Technical Knowhow	15 years
Technical Knowhow	10 years
Computer software	3 years
ANDA / DMF	5 years

**p. Research and Development Expenditure**

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

- development costs can be measured reliably;
- the product or process is technically and commercially feasible;
- future economic benefits are probable; and

- the company intends to, and has sufficient resources to complete development and to use or sell the asset.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

**q. Borrowings**

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

**r. Borrowing Costs**

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

**s. Provisions**

A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

**t. 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.

**A. Financial Assets:**

**a. Initial recognition and measurement:** All financial assets are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset which are not at Fair Value Through Profit and Loss Account are adjusted to fair value on initial recognition. Purchases or sales of financial assets are recognised on the settlement date i.e. the date that the Group settles to purchase or sell the asset.

**b. Subsequent measurement:** For purposes of subsequent measurement, financial assets are classified in four categories:

**i. Financial Assets measured at amortised cost:**

A financial asset is measured at the amortised cost if both the following conditions are met:

- The asset is held with an objective of collecting contractual cash flows
- Contractual terms of the asset give rise on specified dates to cash flows that are "solely payments of principal and interest" (SPPI) on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation



is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of profit and loss.

**ii. Financial Assets at fair value through other comprehensive income [FVTOCI]:**

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The asset is held with objective of both for collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Financial Assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

**iii. Financial Assets at fair value through profit or loss [FVTPL]:**

Financial assets, which are not classified in any of the above categories are measured at FVTPL.

**iv. Equity instruments:**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Group has made such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable. If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment.

However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

**v. Investments in subsidiaries and joint ventures:**

Investments in subsidiaries and joint ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and joint ventures, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss. Upon first-time adoption of Ind AS, the Group has elected to measure its investments in subsidiaries and joint ventures at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS i.e., April 1, 2015.

**c. Derecognition:**

A financial asset [or, where applicable, a part of a financial asset] is primarily derecognised [i.e. removed from the Group's balance sheet] when:

- i. The rights to receive cash flows from the asset have expired, or
- ii. The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either
  - [a] the Group has transferred substantially all the risks and rewards of the asset, or
  - [b] the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. When the Group has transferred the risks and rewards of ownership of the financial asset, the same is derecognised.

**d. Impairment of financial assets:**

In accordance with Ind AS 109, the Group applies expected credit loss [ECL] model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- i. Financial assets that are debt instruments, and are measured at amortised cost
- ii. Trade receivables or any contractual right to receive cash or another financial asset
- iii. Financial assets that are debt instruments and are measured as at FVTOCI. The Group follows 'simplified approach' for recognition of impairment loss allowance on Point b above.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it requires the Group to recognise the impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive [i.e., all cash shortfalls], discounted at the original EIR. ECL impairment loss allowance [or reversal] is recognized as expense/ income in the Statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet, which reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount. For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics.

**B. Financial Liabilities:**

**a. Initial recognition and measurement:**

All financial liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

**b. Subsequent measurement:**

Subsequently all financial liabilities are measured as amortised cost, using EIR method. Gains and losses are recognised in Statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of profit and loss.

**c. Derecognition:**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

**d. Embedded derivatives:**

An embedded derivative is a component of a hybrid [combined] instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a standalone derivative. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in Statement of profit and loss, unless designated as effective hedging instruments.

**C. Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**u. Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

- a. In the principal market for the asset or liability, or
- b. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted [unadjusted] market prices in active markets for identical assets or liabilities
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation [based on the lowest level input that is significant to the fair value measurement as a whole] at the end of each reporting period.

**v. Employee Benefits**

**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**(ii) Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are 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

Government Securities (G-Sec) 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.

**(iii) Post-employment obligations**

The Group operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund and Superannuation

**Gratuity obligations**

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**Defined Contribution Plans**

Defined Contribution Plans such as Provident Fund, Superannuation etc., are charged to the Statement of Profit and Loss as incurred.

**w. Contributed Equity**

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**i. Earnings per Share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Group
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**ii. Dividends to shareholders**

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by shareholders. Any interim dividend paid is recognised on approval by board of directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in equity.

**x. Contingent Liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised.

**y. Leases**

The Group has adopted IND AS 116, "Leases", effective 1 April 2019, using modified retrospective approach.

The Group, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of lease payments that are not paid at the commencement date of the lease. The lease payment are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For short term and low value leases, the Group recognises the lease payments as an operating expense on a straight line basis over the lease term.

**z. Equity settled share-based payments**

Equity-settled share based payments to employees are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black-Scholes model. In case the options are granted to employees of the Company, the fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the Company's estimate of options that will eventually vest, with a corresponding increase in equity.

The dilutive effect of outstanding options is reflected in determining the diluted earnings per share.

**NOTE 2: Use of Estimates and Judgments**

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Group and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Group believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

## Notes (Consolidated) on financial statements for the year ended March 31, 2023 (All amounts in INR lakhs, unless otherwise stated)

### Note 3 : Property, Plant and Equipment & Capital Work in Progress (Owned unless other wise stated)

Particulars	Land (Freehold)	Land (Leasehold)	Building & Premises	Plant & Machinery	Handling Equipments	Pollution Control Equipments	Laboratory Equipments	R&D Equipments	Plant - Utilities	Electrical Installations	Furniture & Fixtures	Office Equipments	Computers	Networking Instruments	Air Conditioning Units	Vehicles	Total	Capital Work in Progress	
<b>Year ended March 31, 2022</b>																			
<b>Gross carrying amount</b>	1,804.37	1,839.87	23,043.09	26,960.93	1,402.28	916.44	11,540.47	1,933.74	9,517.74	4,056.67	2,491.32	767.68	2,114.23	43.83	4,072.09	244.86	92,749.61	2,511.94	
Opening gross carrying amount as at April 1, 2021	-	-	152.27	1,424.95	13.59	8.29	1,438.59	-	736.64	1.90	160.72	131.04	278.57	-	(37.68)	36.81	4,345.69	3,369.97	
Additions	-	-	241.17	55.24	-	-	-	-	103.49	46.58	62.79	1.73	0.52	-	88.87	-	600.39	(600.39)	
Assets capitalised during the year from CWIP	-	-	-	(238.65)	(7.92)	(3.58)	(136.59)	(155.97)	(72.11)	(5.52)	(0.26)	(4.28)	-	-	(0.95)	(65.62)	(711.45)	-	
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Closing gross carrying amount</b>	1,804.37	1,839.87	23,436.53	28,182.47	1,407.95	921.15	12,842.47	1,777.77	10,285.76	4,099.63	2,714.57	896.17	2,393.32	43.83	4,122.33	216.05	96,984.24	5,281.52	
<b>Accumulated depreciation</b>	-	-	278.97	6,432.50	783.61	413.05	6,222.54	1,820.53	4,332.37	2,587.68	1,736.13	621.57	1,598.34	42.69	2,395.67	156.54	40,582.18	-	
Opening accumulated depreciation April 1, 2022	-	25.98	745.76	1,723.63	62.44	61.71	929.94	13.00	526.17	193.55	125.35	46.64	252.70	0.06	185.62	20.87	4,913.42	-	
Depreciation charge during the year	-	-	-	-	(4.81)	(3.40)	(124.93)	(148.17)	(53.94)	(5.24)	(0.25)	(4.07)	-	-	(0.78)	(9.22)	(566.65)	-	
Disposals	-	-	-	(181.84)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Closing accumulated depreciation</b>	-	304.95	7,178.26	12,701.78	841.24	471.36	7,027.55	1,685.36	4,804.60	2,775.99	1,861.23	664.14	1,851.04	42.75	2,580.51	138.19	44,928.95	-	
<b>Net carrying amount</b>	1,804.37	1,534.92	16,258.27	15,480.69	566.71	449.79	5,814.92	92.41	5,481.16	1,323.64	853.34	232.03	542.28	1.08	1,541.82	77.86	52,055.29	5,281.52	
<b>Year ended March 31, 2023</b>																			
<b>Gross carrying amount</b>	1,804.37	1,839.87	23,436.53	28,182.47	1,407.95	921.15	12,842.47	1,777.77	10,285.76	4,099.63	2,714.57	896.17	2,393.32	43.83	4,122.33	216.05	96,984.24	5,281.52	
Opening gross carrying amount as at April 1, 2022	-	1,668.47	284.60	2,085.60	48.51	169.03	2,173.86	2.10	999.21	210.26	214.58	131.92	292.41	14.22	71.28	29.41	8,395.46	5,009.37	
Additions	-	-	1,089.22	1,798.18	119.13	12.17	16.95	-	906.89	229.07	144.27	22.15	32.59	-	381.11	-	4,751.73	(4,751.73)	
Assets capitalised during the year from CWIP	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Disposals	-	-	(2.70)	(600.14)	(15.06)	(8.29)	(121.08)	(9.12)	(125.55)	-	-	-	-	-	(8.16)	(53.83)	(943.93)	-	
Transfers	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
<b>Closing gross carrying amount</b>	1,804.37	3,508.34	24,807.65	31,466.11	1,560.53	1,094.06	14,912.20	1,770.75	12,066.31	4,538.96	3,073.42	1,050.24	2,718.32	58.05	4,566.56	191.63	1,09,187.50	5,539.16	
<b>Accumulated depreciation and impairment</b>	-	-	304.95	7,178.26	841.24	471.36	7,027.55	1,685.36	4,804.60	2,775.99	1,861.23	664.14	1,851.04	42.75	2,580.51	138.19	44,928.95	-	
Opening accumulated depreciation April 1, 2023	-	26.03	763.94	1,757.58	81.63	76.87	1,028.86	31.13	589.52	261.61	190.94	86.51	292.42	2.61	232.75	19.44	5,441.84	-	
Depreciation charge during the year	-	-	(1.41)	(436.17)	(0.92)	(1.08)	(104.25)	(8.67)	(102.63)	(0.67)	-	-	-	-	(3.73)	(42.99)	(701.85)	-	
Disposals	-	330.98	7,940.79	14,033.19	911.95	547.15	7,932.16	1,707.82	5,291.49	3,037.60	2,052.17	750.65	2,143.46	45.36	2,809.53	114.64	49,668.94	-	
<b>Closing accumulated depreciation</b>	-	317.36	16,866.86	17,432.92	648.58	546.91	6,960.04	62.93	6,774.82	1,501.36	1,021.25	299.59	574.86	12.69	1,757.03	76.99	59,518.56	5,539.16	
<b>Closing net carrying amount</b>	1,804.37	3,177.36	16,866.86	17,432.92	648.58	546.91	6,960.04	62.93	6,774.82	1,501.36	1,021.25	299.59	574.86	12.69	1,757.03	76.99	59,518.56	5,539.16	
<b>(i) Capital Work in Progress</b>																			
Capital work in progress mainly comprises :																			
a. Regular Capex for new projects																			
b. Goa II-Line V																			
c. Waluj Granulation Area Expansion																			
d. Patalganga QC MicroLab, Stores																			
e. Warren Remedies Private Limited																			
<b>(ii) Property, Plant and Equipment pledged as security</b>																			
Refer to note 52 for information on Property, Plant and equipment pledged as security by the group.																			
<b>(iii) During the year group has not created any revaluation reserve on account of Property, Plant and Equipment.</b>																			
The capital work-in-progress ageing schedule for the year ended March 31, 2023 and March 31, 2022 is as follows :																			
<b>Particulars</b>	<b>Amount in capital work-in-progress for a period of</b>				<b>Total</b>														
	<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>															
<b>As at April 1, 2022</b>	5,331.74	207.22	-	0.20	5,539.16														
Projects in progress	-	-	-	-	-														
Projects temporarily suspended	-	-	-	-	-														
<b>As at March 31, 2023</b>	5,331.74	207.22	-	0.20	5,539.16														
Projects in progress	3,411.11	1,844.80	25.61	-	5,281.52														
Projects temporarily suspended	-	-	-	-	-														
<b>As at March 31, 2022</b>	3,411.11	1,844.80	25.61	-	5,281.52														

**(i) Capital Work in Progress**

Capital work in progress mainly comprises :

- Regular Capex for new projects
- Goa II-Line V
- Waluj Granulation Area Expansion
- Patalganga QC MicroLab, Stores
- Warren Remedies Private Limited

**(ii) Property, Plant and Equipment pledged as security**

Refer to note 52 for information on Property, Plant and equipment pledged as security by the group.

**(iii) During the year group has not created any revaluation reserve on account of Property, Plant and Equipment.**

The capital work-in-progress ageing schedule for the year ended March 31, 2023 and March 31, 2022 is as follows :

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at April 1, 2022</b>	5,331.74	207.22	-	0.20	5,539.16
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
<b>As at March 31, 2023</b>	5,331.74	207.22	-	0.20	5,539.16
Projects in progress	3,411.11	1,844.80	25.61	-	5,281.52
Projects temporarily suspended	-	-	-	-	-
<b>As at March 31, 2022</b>	3,411.11	1,844.80	25.61	-	5,281.52

There is no CWIP whose completion is overdue or has exceeded its cost compared to its initial plan.

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 4 : Right-of-use assets**

<i>Particulars</i>	<i>Building</i>	<i>Plant &amp; Machinery</i>	<i>Laboratory Equipments</i>	<i>Plant - Utilities</i>	<i>Computer</i>	<i>Office Equipment</i>	<i>Software</i>	<i>Total</i>
<b>Year ended March 31, 2022</b>								
<b>Gross carrying value</b>								
Opening gross carrying amount	–	392.77	196.22	157.62	–	–	0.82	747.43
Additions	619.20	–	–	–	–	–	–	619.20
Disposals	–	–	–	–	–	–	–	–
<b>Closing gross carrying value</b>	<b>619.20</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	<b>–</b>	<b>–</b>	<b>0.82</b>	<b>1,366.63</b>
<b>Accumulated depreciation</b>								
Opening accumulated depreciation	–	34.26	26.24	12.79	–	–	0.42	73.71
Depreciation charge during the year	107.57	25.80	19.33	10.50	–	–	0.27	163.47
Disposals	–	–	–	–	–	–	–	–
<b>Closing accumulated depreciation</b>	<b>107.57</b>	<b>60.06</b>	<b>45.57</b>	<b>23.29</b>	<b>–</b>	<b>–</b>	<b>0.69</b>	<b>237.18</b>
<b>Net carrying value as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	<b>–</b>	<b>–</b>	<b>0.13</b>	<b>1,129.45</b>
<b>Year ended March 31, 2023</b>								
<b>Gross carrying value</b>								
Opening gross carrying amount	<b>619.20</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	–	–	<b>0.82</b>	<b>1,366.63</b>
Additions	<b>308.30</b>	–	–	–	<b>184.86</b>	<b>272.52</b>	–	<b>765.68</b>
Disposals	–	–	–	–	–	–	–	–
<b>Closing gross carrying value</b>	<b>927.50</b>	<b>392.77</b>	<b>196.22</b>	<b>157.62</b>	<b>184.86</b>	<b>272.52</b>	<b>0.82</b>	<b>2,132.31</b>
<b>Accumulated depreciation</b>								
Opening accumulated depreciation	<b>107.57</b>	<b>60.06</b>	<b>45.57</b>	<b>23.29</b>	–	–	<b>0.69</b>	<b>237.18</b>
Depreciation charge during the year	<b>128.35</b>	<b>26.25</b>	<b>19.69</b>	<b>10.51</b>	<b>9.70</b>	–	<b>0.13</b>	<b>194.63</b>
Disposals	–	–	–	–	–	–	–	–
<b>Closing accumulated depreciation</b>	<b>235.92</b>	<b>86.31</b>	<b>65.26</b>	<b>33.80</b>	<b>9.70</b>	–	<b>0.82</b>	<b>431.81</b>
<b>Net carrying value as at March 31, 2023</b>	<b>691.58</b>	<b>306.46</b>	<b>130.96</b>	<b>123.82</b>	<b>175.16</b>	<b>272.52</b>	–	<b>1,700.50</b>

Refer to note 39 for information on Leases



**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 5 : Other Intangible Assets and Intangible Assets under Development**

Particulars	Trade Mark	Computer Software *	Technical Knowhow	ANDAs, DMFs, Dossiers	Total	Intangible Assets under development
<b>Year ended March 31, 2022</b>						
<b>Gross carrying amount</b>						
Opening gross carrying amount as at April 1, 2021	1,032.30	2,259.67	1.15	20,984.13	24,277.25	4,297.96
Additions	50.00	697.89	–	–	747.89	2,820.65
Deletions (***)	–	–	–	–	–	(13.24)
Intangible Assets Capitalised	–	–	–	233.80	233.80	(233.80)
<b>Closing gross carrying amount</b>	<b>1,082.30</b>	<b>2,957.56</b>	<b>1.15</b>	<b>21,217.93</b>	<b>25,258.94</b>	<b>6,871.57</b>
<b>Accumulated amortisation</b>						
Opening accumulated amortisation	975.15	1,655.90	1.15	17,491.80	20,124.00	–
Amortisation for the year	8.95	400.18	–	2,234.87	2,644.00	–
Impairment for the year (**)	–	–	–	174.70	174.70	–
<b>Closing accumulated amortisation</b>	<b>984.10</b>	<b>2,056.08</b>	<b>1.15</b>	<b>19,901.37</b>	<b>22,942.70</b>	<b>–</b>
<b>Net carrying value as at March 31, 2022</b>	<b>98.20</b>	<b>901.48</b>	<b>–</b>	<b>1,316.56</b>	<b>2,316.24</b>	<b>6,871.57</b>
<b>Year ended March 31, 2023</b>						
<b>Gross carrying amount</b>						
Opening gross carrying amount as at April 1, 2022	1,082.30	2,957.56	1.15	21,217.93	25,258.94	6,871.57
Additions	29.00	1,292.16	–	–	1,321.16	3,333.05
Deletions (***)	–	–	–	–	–	–
Intangible Assets Capitalised	–	–	–	4,383.81	4,383.81	(4,383.81)
<b>Closing gross carrying amount</b>	<b>1,111.30</b>	<b>4,249.72</b>	<b>1.15</b>	<b>25,601.74</b>	<b>30,963.91</b>	<b>5,820.81</b>
<b>Accumulated amortisation</b>						
Opening accumulated amortisation	984.10	2,056.08	1.15	19,901.37	22,942.70	–
Amortisation for the year	56.99	645.80	–	721.36	1,424.15	–
Impairment for the year (**)	–	–	–	–	–	–
<b>Closing accumulated amortisation</b>	<b>1,041.09</b>	<b>2,701.88</b>	<b>1.15</b>	<b>20,622.73</b>	<b>24,366.85</b>	<b>–</b>
<b>Net carrying value as at March 31, 2023</b>	<b>70.21</b>	<b>1,547.84</b>	<b>–</b>	<b>4,979.01</b>	<b>6,597.06</b>	<b>5,820.81</b>

\* Computer software also consists of capitalised development costs being an internally generated intangible asset.

\*\* Based on management assessment of prevailing market conditions and technical aspects, impairment charge in C.Y. is Nil (P.Y. - ₹ 174.70 lakhs) has been included under depreciation, amortisation and impairment expense in the Statement of Profit and Loss Account

\*\*\* Incomplete projects lying under Intangible Assets under development is written off - C.Y. is Nil (P.Y. - ₹ 13.24 lakhs) based on Management assessment.

Cost of Incomplete Projects ageing schedule for the year ended March 31, 2023 and March 31, 2022 is as follows :

Particulars	Amount in Cost of Incomplete Project for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>As at April 1, 2022</b>					
Projects in progress	3,825.97	923.76	468.61	602.47	5,820.81
Projects temporarily suspended	–	–	–	–	–
<b>As at March 31, 2023</b>	<b>3,825.97</b>	<b>923.76</b>	<b>468.61</b>	<b>602.47</b>	<b>5,820.81</b>
<b>As at April 1, 2021</b>					
Projects in progress	5,203.98	531.01	567.17	569.41	6,871.57
Projects temporarily suspended	–	–	–	–	–
<b>As at March 31, 2022</b>	<b>5,203.98</b>	<b>531.01</b>	<b>567.17</b>	<b>569.41</b>	<b>6,871.57</b>

There is no COIP whose completion is overdue or has exceeded its cost compared to its initial plan.

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**Note 6(a) : Non Current Financial Investments**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Non-Trade Investment</b>		
<b>Investments in Equity Instruments</b>		
<b>Other than Subsidiary Companies</b>		
(i) Shivalik Solid Waste Management Ltd. Baddi (20,000 Shares of ₹ 10 each, (Previous Year 20,000 Shares of ₹ 10 each))	<b>2.00</b>	2.00
(ii) Shares of Saraswat Co-op. Bank Ltd. (2,500 ordinary shares of ₹10 each, (Previous Year 2,500 ordinary shares of ₹10 each))	<b>0.25</b>	0.25
(iii) Jalansar Wind Energy Private Limited (5,76,000 Equity Shares of ₹ 10/- each, (Previous Year - Nil))	<b>57.60</b>	-
(iv) Kanakal Wind Energy Private Limited (Net of Provision) (8,64,000 Equity Shares of ₹ 10/- each, (Previous Year - Nil))	<b>86.40</b>	-
<b>Total, Non Current Financial Investments</b>	<b>146.25</b>	<b>2.25</b>
Footnote: Aggregate amount of unquoted investments	<b>146.25</b>	<b>2.25</b>

**Note 6(b) : Current Financial Investments**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Quoted (at FVTPL) :</b>		
Investment in Mutual Funds		
(i) Aditya Birla Sunlife Liquid Fund Investment (Number of units-27,812.213 @ ₹ 359.5363 each, (Previous Year - NIL))	<b>100.00</b>	-
Total, Mutual Funds	<b>100.00</b>	-
<b>Unquoted (at Cost) :</b>		
<b>Investments in Equity Instruments</b>		
<b>Other than Subsidiary Companies</b>		
National Spot Exchange	<b>462.90</b>	462.90
	<b>462.90</b>	<b>462.90</b>
<b>Total</b>	<b>562.90</b>	<b>462.90</b>
Less : Provision for diminution in value of investment	<b>(462.90)</b>	(462.90)
<b>Total, Current Financial Investments</b>	<b>100.00</b>	-
Footnote:		
Aggregate book value of quoted investments	<b>100.00</b>	-
Aggregate market value of quoted investments	<b>100.00</b>	-

**Note 7 : Non Current Financial Assets - Loans**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Unsecured, Considered Good		
Loan to Employees	<b>285.13</b>	141.32
<b>Total, Non Current Financial Assets - Loans</b>	<b>285.13</b>	<b>141.32</b>

**Note 8 : Non Current Other Financial Assets**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Margin Money	<b>195.76</b>	183.71
<b>Total, Non Current Other Financial Assets</b>	<b>195.76</b>	<b>183.71</b>

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**Note 9 : Deferred Tax Assets / (Liabilities) (Net)**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Mat Credit Entitlement	4.86	7.15
Deferred Tax (Net)		
Deferred Tax Liability		
i) On fiscal allowances on fixed assets	(3,245.43)	(4,049.19)
	(3,245.43)	(4,049.19)
Deferred Tax Assets		
i) On employee benefit obligations	1,707.37	2,249.30
ii) On provision for doubtful debts	802.48	570.87
iii) On provision for doubtful advances	116.50	161.76
	2,626.35	2,981.93
<b>Total, Deferred Tax Assets / (Liabilities) (Net)</b>	<b>(614.22)</b>	<b>(1,060.11)</b>

**Movement in Deferred Tax Assets / (Liabilities) (Net)**

<i>Particulars</i>	<i>MAT Credit Entitlement</i>	<i>Deferred Tax Assets</i>			<i>Deferred Tax Liabilities</i>		<i>Net Total</i>
		<i>Employee benefit obligation</i>	<i>Provision for Doubtful Debts/Advance</i>	<i>Total</i>	<i>Property, Plant and equipment and investment property</i>	<i>Total</i>	
<b>At April 1, 2021</b>	4,024.67	1,874.54	252.74	2,127.28	4,216.05	4,216.05	1,935.90
(Charged)/credited:							
to profit or loss	–	88.64	479.89	568.53	(166.86)	(166.86)	735.39
to other comprehensive income	–	286.12	–	286.12	–	–	286.12
to Deferred tax on basis adjustment	(4,017.52)	–	–	–	–	–	(4,017.52)
<b>At March 31, 2022</b>	<b>7.15</b>	<b>2,249.30</b>	<b>732.63</b>	<b>2,981.93</b>	<b>4,049.19</b>	<b>4,049.19</b>	<b>(1,060.11)</b>
(Charged)/credited:							
to profit or loss	–	(493.66)	186.35	(307.31)	(803.76)	(803.76)	496.45
to other comprehensive income	–	(48.27)	–	(48.27)	–	–	(48.27)
to Deferred tax on basis adjustment	(2.29)	–	–	–	–	–	(2.29)
<b>At March 31, 2023</b>	<b>4.86</b>	<b>1,707.37</b>	<b>918.98</b>	<b>2,626.35</b>	<b>3,245.43</b>	<b>3,245.43</b>	<b>(614.22)</b>

**Note 10 : Income Tax Assets / Current Tax (Liabilities) (Net)**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	(77.62)	709.36
Add : Taxes paid (net)	6,165.36	4,108.06
Less : Current Tax payable for the year	(5,550.51)	(9,330.37)
Add/Less : Assessment Completed / MAT Adjustments	2.29	4,435.33
<b>Closing balance</b>	<b>539.52</b>	<b>(77.62)</b>

The following table provides the details of income tax assets and liabilities as of March 31, 2023 and March 31, 2022

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Income Tax Assets	539.52	–
Income Tax Liabilities	–	77.62
<b>Closing balance</b>	<b>539.52</b>	<b>77.62</b>

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**Note 11 : Other Non Current Assets**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Capital Advance	3,871.89	1,971.55
<u>Others</u>		
Deposit - Others	452.26	360.17
Tender Deposits	24.97	86.42
Deposit With OPC Asset Solutions	36.02	36.02
Deposit - Group Insurance	0.11	0.11
Pre-Paid Expenses	29.03	29.41
Sales Tax Receivable	232.58	770.32
Advance - Others	2.95	2.95
<b>Total, Other Non Current Assets</b>	<b>4,649.81</b>	<b>3,256.95</b>

**Note 12 : Inventories**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<u>Inventories</u>		
Raw and Packing Materials	20,024.63	18,577.79
Work in Progress	5,729.16	4,270.62
Finished Goods	3,449.76	5,487.00
Stock in Trade	2,149.72	2,226.23
Stores and Spares	1,245.28	489.92
<b>Total, Inventories</b>	<b>32,598.55</b>	<b>31,051.56</b>

**Amounts recognised in profit or loss**

Provision for write-downs of inventories amounted to INR 2087.61 lakhs (March 31, 2022 – INR 2806.31 lakhs). These were recognised as an expense during the year and included in changes in value of inventories of work-in-progress, stock-in-trade and finished goods in statement of profit and loss.

Mode of valuation of inventories - refer note no. (k) of significant accounting policies.

**Note 13 : Trade Receivables**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Trade receivables</b>		
<u>Unsecured</u>		
Debts outstanding for more than six months from the date they are due for payment		
Considered Good	88.32	3,529.49
Considered Doubtful	3,188.48	1,633.67
	3,276.80	5,163.16
Less: Provision for doubtful debts	(3,188.48)	(1,633.67)
	88.32	3,529.49
Debts outstanding for less than six months from the date they are due for payment		
Other Debts - Considered Good	35,005.72	26,195.07
<b>Total, Trade receivables</b>	<b>35,094.04</b>	<b>29,724.56</b>
Current Portion	35,094.04	29,724.56
Non-current Portion	–	–

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**Note 13 : Trade Receivables : Contd.**

**Break-up of security details**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Secured, considered good	–	–
Unsecured, considered good	35,094.04	29,724.56
Unsecured, considered doubtful	3,188.48	1,633.67
<b>Total</b>	<b>38,282.52</b>	<b>31,358.23</b>
Allowance for doubtful trade receivables	(3,188.48)	(1,633.67)
<b>Total, Trade receivables</b>	<b>35,094.04</b>	<b>29,724.56</b>

Refer Note 50 for information about credit risk and market risk of trade receivables.

The trade receivables ageing schedule for the years ended as on March 31, 2023 and March 31, 2022 is as follows :

<i>Particulars</i>	<i>Not Due</i>	<i>Outstanding for following periods from due date of payment</i>					<i>Total</i>
		<i>Less than 6 months</i>	<i>6 months to 1 year</i>	<i>1-2 years</i>	<i>2-3 years</i>	<i>More than 3 years</i>	
<b>As at April 1, 2022</b>							
Undisputed – considered good	24,465.13	7,763.58	2,853.40	–	–	11.93	35,094.04
Undisputed – credit impaired	–	–	–	756.45	60.07	2,371.95	3,188.47
Less : Allowance for doubtful debts	–	–	–	(756.45)	(60.07)	(2,371.95)	(3,188.47)
<b>As at March 31, 2023</b>	<b>24,465.13</b>	<b>7,763.58</b>	<b>2,853.40</b>	<b>–</b>	<b>–</b>	<b>11.93</b>	<b>35,094.04</b>
<b>As at April 1, 2021</b>							
Undisputed – considered good	16,625.35	9,555.73	526.18	620.25	620.55	1,776.50	29,724.56
Undisputed – credit impaired	–	–	–	–	39.21	1,594.46	1,633.67
Less : Allowance for doubtful debts	–	–	–	–	(39.21)	(1,594.46)	(1,633.67)
<b>As at March 31, 2022</b>	<b>16,625.35</b>	<b>9,555.73</b>	<b>526.18</b>	<b>620.25</b>	<b>620.55</b>	<b>1,776.50</b>	<b>29,724.56</b>

**Note 14 : Cash and Cash Equivalents**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Cash and Cash Equivalents</b>		
(i) Cash on hand	13.69	11.01
(ii) Balances with Banks		
In Current Accounts	1,007.01	1,666.17
In Fixed Deposit	72.77	69.34
<b>Total, Cash and Cash Equivalents</b>	<b>1,093.47</b>	<b>1,746.52</b>

**Note 15 : Bank Balances Other than Cash & Cash Equivalents**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
In Earmarked Accounts		
Unpaid Dividend Accounts	29.45	28.17
Margin Money	211.89	202.64
<b>Total, Bank Balances Other than Cash &amp; Cash Equivalents</b>	<b>241.34</b>	<b>230.81</b>

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**Note 16 : Current Financial Assets - Loans**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Unsecured, Considered Good		
Loan to Employees	69.34	54.05
<b>Total, Current Financial Assets - Loans</b>	<b>69.34</b>	<b>54.05</b>

**Note 17 : Current Financial Assets - Others**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Mark to Market Gain (Net) on financial instruments	299.49	2,415.03
Franking Advance	0.21	0.03
<b>Total, Current Financial Assets - Others</b>	<b>299.70</b>	<b>2,415.06</b>

**Note 18 : Other Current Assets**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Advances to Suppliers	1,680.67	1,176.60
Tender Deposits	7.43	8.05
Pre-paid Expenses	1,155.94	954.11
Employee Advances	518.09	139.87
Receivable - Others	227.50	87.72
Receivable From OPC Assets	–	2.16
Gratuity Receivable from LIC	334.64	–
Balance with Statutory / Government Authorities	7,397.56	9,770.84
<b>Total, Other Current Assets</b>	<b>11,321.83</b>	<b>12,139.35</b>

**Note 19 : Equity Share Capital**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Authorised</b>		
12,50,00,000 Equity Shares of ₹ 2/- each (Previous Year 12,50,00,000 Equity Shares of ₹ 2/- each)	2,500.00	2,500.00
50,00,000 Equity Shares of ₹ 10/- each		
5,00,000 Equity Shares of ₹ 10/- each		
2,50,000 Equity Shares of ₹ 10/- each		
10,000 Equity Shares of ₹ 10/- each		
<b>Issued, Subscribed and Paid up:</b>		
9,21,50,355 Equity Share of ₹ 2/- each (Previous year 9,21,50,355 Equity Share of ₹ 2/- each) fully paid up.	1,843.01	1,843.01

A) Reconciliation of number of ordinary shares outstanding	March 31, 2023 Equity Shares		March 31, 2022 Equity Shares	
	Number	(₹ lakhs)	Number	(₹ lakhs)
Shares outstanding at the beginning of the year	9,21,50,355	1,843.01	9,21,50,355	1,843.01
Less :Adjustments	–	–	–	–
Add: Issue of Bonus shares	–	–	–	–
Less: Shares bought back during the year	–	–	–	–
Shares outstanding at the end of the year	9,21,50,355	1,843.01	9,21,50,355	1,843.01

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**Note 19 : Equity Share Capital : Contd.**

B)	Details of Shares held by each shareholder holding more than 5% shares	March 31, 2023		March 31, 2022	
		No of Shares held @ ₹ 2/- per share	% holding in that class of Shares	No of Shares held @ ₹ 2/- per share	% holding in that class of Shares
	Equity Shares with voting rights :				
i)	Spa Holdings Pvt Ltd	1,83,35,000	19.90%	1,83,35,000	19.90%
ii)	Shanteri Investment Pvt Ltd	1,57,71,755	17.12%	1,57,71,755	17.12%
iii)	Aditi Panandikar	55,61,035	6.03%	55,59,013	6.03%
iv)	Madhura Ramani	51,85,579	5.63%	51,84,079	5.63%
v)	Aruna Suresh Kare	47,94,714	5.20%	47,94,714	5.20%
vi)	Nippon India Mutual Fund	45,79,483	4.97%	61,20,964	6.64%

**C) Terms/rights attached to equity shares**

The company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. All equity shares of the Company rank pari passu in all respects including the right to dividend. 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.

During the year ended March 31, 2023, the amount of ₹ 2.25 per share on the face value of ₹ 2/- is proposed to the equity shareholders of the Company (Previous year - ₹ 2.25 (including a special dividend of ₹ 0.75) per share on face value of ₹ 2/- declared and paid to the equity shareholders of the Company).

In the event of winding-up, subject to the rights of holders of shares issued upon special terms and conditions, the holders of equity shares shall be entitled to receive remaining assets, if any, in proportion to the number of shares held at the time of commencement of winding-up.

**D) Disclosure of Shareholding of Promoters**

Shares held by promoters at the end of the year							
S no.	Promoter name	2022-23			2021-22		
		No. of shares	% of total Shares	% Change during the year	No. of shares	% of total Shares	% Change during the year
1	Kare Suresh Govind	40,60,408	4.41%	—	40,60,408	7.51%	—
2	Kare Suresh Govind (HUF)	2,73,500	0.30%	—	2,73,500	0.51%	—
3	Kare Aruna Suresh	47,94,714	5.20%	—	47,94,714	8.87%	—
4	Panandikar Aditi Milind	55,61,035	6.03%	0.002%	55,59,013	10.28%	—
5	Ramani Madhura Anup	51,85,579	5.63%	0.002%	51,84,079	9.59%	—
6	Shanteri Investment Pvt. Ltd.	1,57,71,755	17.12%	—	1,57,71,755	29.16%	—
7	SPA Holdings Pvt. Ltd.	1,83,35,000	19.90%	—	1,83,35,000	33.90%	—
8	Kare Govind Ramnath	2,000	0.00%	—	2,000	0.00%	—
9	Kare Sharda Ramnath	32,500	0.04%	—	32,500	0.06%	—
10	Pai Sudha M	10,727	0.01%	—	10,727	0.02%	—
11	Vaidya Pratima Ajit	26,550	0.03%	—	26,550	0.05%	—
12	Panandikar Megh Milind	11,200	0.01%	—	11,200	0.02%	—
13	Panandikar Milind S	7,500	0.01%	—	7,500	0.01%	—
14	Panandikar Mahika Milind	6,100	0.01%	—	6,100	0.01%	—
15	Ramani Rohan A	6,100	0.01%	—	6,100	0.01%	—
	<b>Total</b>	<b>5,40,84,668</b>	<b>58.69%</b>		<b>5,40,81,146</b>	<b>58.69%</b>	
	<b>Total Number of Shares</b>	<b>9,21,50,355</b>	<b>100.00%</b>		<b>9,21,50,355</b>	<b>100.00%</b>	

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**Note 20 : Other Equity**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Capital Reserve	0.02	0.02
Securities Premium	6,420.93	6,420.93
Employee Stock Options Outstanding Account	65.75	–
General Reserve	25,817.64	25,817.64
Retained Earnings	68,677.59	56,382.41
<b>Total, Other Equity</b>	<b>1,00,981.93</b>	<b>88,621.00</b>

**(i) Capital Reserve**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening Balance	0.02	0.02
Additions	–	–
<b>Closing balance</b>	<b>0.02</b>	<b>0.02</b>

**(ii) Securities Premium**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening Balance	6,420.93	6,420.93
Additions	–	–
<b>Closing balance</b>	<b>6,420.93</b>	<b>6,420.93</b>

**(iii) Employee Stock Options Outstanding Account**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening Balance	–	–
Add : Additions during the year	65.75	–
Less : Deductions during the year	–	–
	65.75	–
Less : Deferred Employee's Stock Compensation	–	–
<b>Closing balance</b>	<b>65.75</b>	<b>–</b>

**(iv) General Reserve**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	25,817.64	25,817.64
Add : Transferred from Surplus in Statement of Profit & Loss	–	–
<b>Closing balance</b>	<b>25,817.64</b>	<b>25,817.64</b>

**(v) Retained Earnings**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Opening balance	56,382.41	42,817.46
Add : Net Profit / (Loss) for the Year	14,225.15	15,479.95
Add : Other Comprehensive Income	143.41	(532.74)
Amount available for appropriation	70,750.97	57,764.67
Less : Dividend paid	(2,073.38)	(1,382.26)
<b>Closing balance</b>	<b>68,677.59</b>	<b>56,382.41</b>



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**Note 20 : Other Equity : Contd.**

The description of the nature and purpose of each reserve within equity as follows :

**Capital Reserve :**

The Group recognises profit and loss on purchase, sale, issue or cancellation of the Group's own equity instruments to capital reserve.

**Securities Premium :**

Securities Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

**Employee Stock Options Outstanding Account :**

The fair value of the equity-settled share based payment transactions with employees is recognised in standalone statement of profit and loss with corresponding credit to Employee Stock Options Outstanding Account.

**General Reserve :**

The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

**Retained Earnings :**

Retained Earnings are the profits that the Group has earned till date less any transfer to general reserve, dividends or other distributions paid to shareholders.

**Note 21a : Non-Current Financial Liabilities - Borrowings**

<i>Particulars</i>	<i>Terms of Repayment &amp; Securities</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Secured</b>			
Term Loans from Banks			
Foreign currency loan -ECB / FCNR(B)	Note No. 21a (i)	<b>500.68</b>	1,100.66
Indian rupee loan	Note No. 21a (ii)	<b>19,004.28</b>	12,946.65
Interest accrued but not due		<b>82.02</b>	78.41
<b>Total, Non Current Financial Liabilities - Borrowings</b>		<b>19,586.98</b>	<b>14,125.72</b>
Less: Current maturities of long-term debt (included in note 24a)		<b>(5,154.96)</b>	(4,458.82)
Less: Interest accrued (included in note 24a)		<b>(82.02)</b>	(78.41)
<b>Total, Non-current borrowings (as per balance sheet)</b>		<b>14,350.00</b>	<b>9,588.49</b>

Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured long term borrowings.

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**Note 21a : Non-Current Financial Liabilities - Borrowings : Contd.**

Note No.	Name of the Bank	Terms of Repayment & Securities
21a (i)	Standard Chartered Bank	
	Amount Sanctioned	Euro 30,00,000.00
	Amount Availed	Euro 30,00,000.00
	Terms of Repayment	The Term Loan is Repayable in 16 equal quarterly instalments of Euro 1,87,500 each commenced from January 13, 2020, ending on October 11, 2023. The amount is payable in the month of January, April, July and October of each year.
	Rate of Interest	7.61 % p.a. (The rate of interest is fixed as Company has entered into Interest rate swap Agreement).
	Nature of Security	The loan is secured by equitable mortgage of Land and building situated at A-26, A-27, A-28/1, MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad. Maharashtra - 410 220.  The loan is secured by First Exclusive charge over the entire moveable fixed assets of the Company both present and future situated at A-26, A-27, A-28/1, A-28/2 MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad. Maharashtra - 410 220.  Exclusive charge on moveable fixed assets of the Company created out of the Loan at A - 27, MIDC Industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist Raigad. Maharashtra.- 410 220.
21a (ii)	Saraswat Co Op Bank Ltd.	
	Amount Sanctioned	₹ 50,00,00,000/-
	Amount Availed	₹ 50,00,00,000/-
	Terms of Repayment	The Term Loan was Repayable in 59 monthly equal instalments of ₹ 83,33,000/- each and 60th instalment of ₹ 83,53,000/- commenced from January 14, 2020, ending on May 14, 2025. On 23/04/2021 the loan was partially repaid vide Term loan refinanced by DBS Bank India Limited. Hence, the balance loan as on 31/03/2023 are repayable in 4 equal monthly installment of ₹ 83,33,000/- and last instalment of ₹ 33,46,000/- is repayable on 14/08/2023.
	Rate of Interest	8.50% p.a.
	Nature of Security	Primary : First and Exclusive Charge on entire moveable assets at B 20 MIDC, Waluj, Aurangabad. 1st pari passu charge on entire moveable assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722

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**Note 21a : Non-Current Financial Liabilities - Borrowings : Contd.**

Note No.	Name of the Bank	Terms of Repayment & Securities
21a (ii)	Saraswat Co Op Bank Ltd.	
	Amount Sanctioned	₹ 35,00,00,000/-
	Amount Availed	₹ 35,00,00,000/-
	Terms of Repayment	The O/s Term Loan was repaid on April 19, 2022 ₹ 1,29,90,955/-, O/s as on 31/03/2023 is NIL
	Rate of Interest	7.00% p.a.
	Nature of Security	Primary : First and Exclusive charge over the entire moveable fixed assets of the Company at Plot No. R - 92 & R - 93, T. T. C. Industrial Area, Rabale, MIDC, Thane Belapur Road, Navi Mumbai 400 701.
21a (ii)	Saraswat Co Op Bank Ltd.	
	Amount Sanctioned	₹ 50,00,00,000/-
	Amount Availed	₹ 50,00,00,000/-
	Terms of Repayment	The Term Loan repayment has commenced from February, 2023, ending on December, 2028.
	Rate of Interest	8.50% p.a.
	Nature of Security	1st pari passu charge on moveable assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722. Exclusive charge on immoveable fixed assets at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722
21a (ii)	Saraswat Co Op Bank Ltd.	
	Amount Sanctioned	₹ 30,00,00,000/-
	Amount Availed	₹ 30,00,00,000/-
	Terms of Repayment	The Term Loan will be repaid in 60 monthly equal instalments of ₹ 50,00,000 each. Repayment will commence from February, 2025, ending on January, 2030.
	Rate of Interest	8.35% p.a.
	Nature of Security	Exclusive charge on present and future moveable assets installed on the 2nd floor at R & D Centre and AMD Unit and on the present and future moveable fixed assets of the company at Plot No. R-92 & R-93, TTC Industrial Area, Rabale, MIDC, Thane Belapur Road, Navi Mumbai - 400 701. Exclusive charge on present and future moveable assets installed at Baddi plants.

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**Note 21a : Non-Current Financial Liabilities - Borrowings : Contd.**

Note No.	Name of the Bank	Terms of Repayment & Securities
21a (ii)	DBS Bank India Limited	
	Amount Sanctioned	₹ 55,00,00,000/-
	Amount Availed	₹ 55,00,00,000/-
	Terms of Repayment	The Term Loan is Repayable in 10 quarterly equal instalments of ₹ 5,50,00,000/- each commenced from Jan, 2022, ending on April, 2024.
	Rate of Interest	8.20% p.a.
	Nature of Security	1st Pari passu charge on moveable fixed assets both present and future situated at L-14, Verna Industrial Area, Verna, Salcete Goa – 403 722 & L-32/33/34, Verna Industrial Area, Verna, Salcete Goa – 403 722.
21a (ii)	HDFC Bank Limited	
	Amount Sanctioned	₹ 50,00,00,000/-
	Amount Availed	₹ 50,00,00,000/-
	Terms of Repayment	The Term Loan is Repayable in 16 quarterly equal instalments of ₹ 93,75,000/- each commencing from June, 2023, ending on March, 2027.
	Rate of Interest	8.07% p.a.
	Nature of Security	1st Pari passu charge on over moveable fixed assets of the company both present and future situated at A-26, A-27, A-28/1, A-28/2, MIDC industrial Area, Patalganga, Village Kaire, Tal Khalapur, Dist. Raigad, Maharashtra-410220.

**Note 21b : Non-Current Financial - Lease Liabilities**

Particulars	March 31, 2023	March 31, 2022
<b>Unsecured</b>		
Lease Liability-OPC Assets (refer note no. 39)	733.52	636.79
Lease Liability-CRO Assets (refer note no. 39)	643.54	459.44
Lease Liability-New ERA (refer note no. 39)	126.62	–
<b>Total, Non-Current Financial-Lease Liabilities</b>	<b>1,503.68</b>	<b>1,096.23</b>

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**Note 22 : Non Current Provisions**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Provision for Employee Benefit</b>		
Leave Obligations (refer note no. 38)	<b>1,626.18</b>	1,386.53
Gratuity (refer note no. 38)	<b>1,713.52</b>	1,787.95
<b>Total, Non Current Provisions</b>	<b>3,339.70</b>	<b>3,174.48</b>

**Note 23 : Other Non Current Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<u>Others</u>		
Security Deposit	<b>736.38</b>	740.53
<b>Total, Other Non Current Liabilities</b>	<b>736.38</b>	<b>740.53</b>

**Note 24a : Current Financial Liabilities - Borrowings**

<i>Particulars</i>	<i>Terms of Repayment &amp; Securities</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Secured (Refer Note below)</b>			
Loans from Banks			
Cash Credit Facility	Note No. 24a (i)	<b>321.03</b>	1,047.25
Foreign Currency Export Packing Credit	Note No. 24a (ii)	–	2,401.48
Packing Credit in Rupee	Note No. 24a (iii)	<b>1,500.00</b>	–
Term Loans from Banks			
Indian Rupee loan	Note No. 21a	<b>4,654.28</b>	3,829.87
Foreign Currency loan -ECB / FCNR(B)	Note No. 21a	<b>500.68</b>	628.95
Interest accrued		<b>108.39</b>	105.61
<b>Unsecured</b>			
Loans from Banks			
Foreign Currency Export Packing Credit	Note No. 24a (ii)	–	318.96
Packing Credit in Rupee	Note No. 24a (iii)	<b>500.00</b>	–
Working Capital Demand Loan	Note No. 24a (iv)	<b>9,516.07</b>	1,500.00
Short Term Loan	Note No. 24 (v)	–	5,000.00
<b>Total, Current Financial Liabilities - Borrowings</b>		<b>17,100.45</b>	<b>14,832.12</b>

The quarterly returns or statements filed by the Company during the year with the banks are in agreement with books of account of the Company.

*Note : Cash Credit, Packing Credit in Rupee, Buyer's Credit and Working Capital Demand Loan are part of Working Capital facilities availed from various Banks and are secured by First parri passu charge by hypothecation of all stocks and book debts.*

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**Note 24a : Current Financial Liabilities - Borrowings : Contd.**

<i>Note No.</i>	<i>Type of Loan</i>	<i>Repayment and Rate of Interest</i>
24a (i)	Cash Credit Facility	Is repayable on demand and carries interest @ 7.00% p.a to 10.15% p.a (Previous year @ 7.00% p.a to 10.15% p.a.)
24a (ii)	Foreign Currency Export Packing Credit	Is payable on completion of the tenure. It carries interest @ EURIBOR + 1.00% BPS to 3.50% BPS . (Previous Year - LIBOR + 1.35% BPS to 1.50% BPS)
24a (iii)	Packing Credit in Rupee	Is payable on completion of the tenure. It carries interest @ 5.60% p.a. to 7.60% p.a. (Previous Year @ 4.35% p.a. to 5.40% p.a.)
24a (iv)	Working Capital Demand Loan	Is repayable on demand and carries interest @ 4.70% to 7.72% p.a (Previous year 4.30% to 5.50% p.a.)
24a (v)	Short Term Loan	Is repayable on demand, Not availed in the current year (Previous year @ 4.50% p.a. to 5.80% p.a.)

**Note 24b : Current Financial - Lease Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Unsecured</b>		
Lease Liability-OPC Assets (Refer Note no. 39)	<b>175.79</b>	63.73
Lease Liability-CRO Assets (Refer Note no. 39)	<b>115.57</b>	86.16
Lease Liability-New Era (Refer Note no. 39)	<b>39.58</b>	-
<b>Total, Current Financial Lease Liabilities</b>	<b>330.94</b>	<b>149.89</b>

**Note 25 : Trade Payables**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Trade payables		
Total Outstanding Dues of Micro and Small Enterprises (refer note no.55)	<b>1.86</b>	-
Total Outstanding Dues of Creditors Other Than Micro and Small Enterprises	<b>12,343.89</b>	13,329.06
<b>Total, Trade Payables</b>	<b>12,345.75</b>	<b>13,329.06</b>

**Notes (Consolidated)**  
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**Note 25 : Trade Payables : Contd.**

Trade payables ageing schedule for the year ended as on March 31, 2023 and March 31, 2022 is as follows

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at April 1, 2022</b>						
Outstanding dues to MSME	–	1.86	–	–	–	1.86
Others	5,512.13	6,573.71	119.71	82.17	56.17	12,343.89
Disputed dues – MSME	–	–	–	–	–	–
<b>As at March 31, 2023</b>	<b>5,512.13</b>	<b>6,575.57</b>	<b>119.71</b>	<b>82.17</b>	<b>56.17</b>	<b>12,345.75</b>
<b>As at April 1, 2021</b>						
Outstanding dues to MSME	–	–	–	–	–	–
Others	3,101.49	9,635.40	115.00	9.83	467.34	13,329.06
Disputed dues – MSME	–	–	–	–	–	–
<b>As at March 31, 2022</b>	<b>3,101.49</b>	<b>9,635.40</b>	<b>115.00</b>	<b>9.83</b>	<b>467.34</b>	<b>13,329.06</b>

Please refer note no. 47 for Relationship with Struck off Companies

**Note 26 : Current Other Financial Liabilities**

Particulars	March 31, 2023	March 31, 2022
Unclaimed Dividend (*)	29.44	28.17
Deposit Payable - Others	–	0.75
Other Current Liabilities	5,728.51	8,568.51
<b>Total, Current Other financial liabilities</b>	<b>5,757.95</b>	<b>8,597.43</b>

\* Unclaimed amounts are transferred to Investor Protection and Education Fund after seven years from the due date

**Note 27 : Current Provisions**

Particulars	March 31, 2023	March 31, 2022
<b>Provision for Employee Benefit</b>		
Leave Obligations (refer note no. 38)	304.22	428.47
Gratuity (refer note no. 38)	1,387.89	1,266.42
Bonus	941.99	935.05
<b>Others</b>		
Sales Return	2,319.86	2,114.68
<b>Total, Provisions</b>	<b>4,953.96</b>	<b>4,744.62</b>

(i) Information about individual provisions and significant estimates

**Sales Returns**

When a customer has a right to return the product within a given period, the company recognises a provision for returns INR 1,728.18 lakhs as at March 31, 2023 (March 31, 2022 - INR 1,730.82 lakhs). This is measured on the previous history of sales return. Revenue is adjusted for the expected value of the returns and cost of sales & Inventory are adjusted for the value of the corresponding goods to be returned.

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**Note 27 : Current Provisions : Contd.**

(ii) Movements in provisions for Sales Return

Movements in each class of provision during the financial year, are set out below:

<i>Particulars</i>	<i>Sales Return</i>
<b>As at April 1, 2022</b>	<b>2,114.68</b>
Charged/(credited) to profit or loss	
provision for current year	<b>1,728.18</b>
provision of earlier years utilised as against returns of current year	<b>(1,523.00)</b>
<b>As at March 31, 2023</b>	<b>2,319.86</b>
<b>As at April 1, 2021</b>	<b>2,487.75</b>
Charged/(credited) to profit or loss	
provision for current year	1,730.82
provision of earlier years utilised as against returns of Current Year	(2,103.89)
<b>As at March 31, 2022</b>	<b>2,114.68</b>

**Note 28 : Other Current Liabilities**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Advance from Customer	<b>1,305.86</b>	371.75
Statutory Dues Payable	<b>656.00</b>	382.87
<b>Total, Other Liabilities</b>	<b>1,961.86</b>	<b>754.62</b>

**Note 29 : Revenue from operations**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Sale of Product		
Domestic Sales	<b>82,971.17</b>	82,239.02
Export Sales	<b>74,817.45</b>	59,357.14
	<b>1,57,788.62</b>	1,41,596.16
Sale of Services		
Export Services	<b>4,208.68</b>	6,287.75
Domestic Services	<b>2,007.50</b>	2,489.83
	<b>6,216.18</b>	8,777.58
Other Operating Revenue		
Exchange Gain/(Loss) (Net) (other than considered in Finance Cost)	<b>2,053.31</b>	3,320.37
Export Incentives	<b>739.32</b>	315.63
Scrap Sale	<b>63.68</b>	65.61
	<b>2,856.31</b>	3,701.61
<b>Total, Revenue from Operations (Gross)</b>	<b>1,66,861.11</b>	<b>1,54,075.35</b>

Note : As per Ind AS 115, revenue is reported net of GST.



**Notes (Consolidated)**  
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**Note 29 : Revenue from operations : Contd.**

**Critical judgements in calculating amounts**

When a customer has a right to return the product within a given period, the company recognises a provision for sales return INR 1,728.18 lakhs as at March 31, 2023 (March 31, 2022 - INR 1,730.82 lakhs). This is measured on the previous history of sales return. Revenue is adjusted for the expected value of the returns and cost of sales & Inventory are adjusted for the value of the corresponding goods to be returned.

**Additional disclosures as required by Ind AS 115**

**Disaggregate revenue information**

The table below presents disaggregated revenue information from contracts with customers for the year ended March 31, 2023. The company believes that this disaggregation reasonably depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Formulation :</b>		
Domestic	<b>79,668.93</b>	80,309.60
Export		
Regulated Market :	<b>63,401.96</b>	50,357.28
Emerging Market :	<b>11,970.61</b>	11,696.67
Export, Total	<b>75,372.57</b>	62,053.95
<b>Formulation, Total (a)</b>	<b>1,55,041.50</b>	<b>1,42,363.55</b>
API (b)	<b>7,066.81</b>	6,339.19
CRO, Analytical Services & Others(c)	<b>1,896.49</b>	1,671.00
<b>Gross Sales (Net of Returns), Total (a + b + c)</b>	<b>1,64,004.80</b>	<b>1,50,373.74</b>
Other Operating Revenue	<b>2,856.31</b>	3,701.61
<b>Total, Income from Operation</b>	<b>1,66,861.11</b>	<b>1,54,075.35</b>

**Performance obligations**

**a. Significant payment terms**

In case of Domestic Sales, payment terms range from 7 days to 90 days based on geography and customers. In case of Export Sales these are either DP at sight, Document against acceptance - 30 days to 120 days, Letters of Credit - 30 days to 120 days.

**b. Obligations for returns, refunds and similar obligations**

In case of domestic sales, sales return may take place anytime before / after the expiry of goods.

**Note 30 : Other Income**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Interest Income	<b>58.09</b>	47.38
Dividend Income	<b>0.39</b>	0.29
<u>Other Non-operating income</u>		
Sundry Receipts	<b>37.50</b>	46.68
Sundry Balance w/back	<b>118.08</b>	136.41
Profit on Sale of Fixed Assets	<b>19.45</b>	1.93
<b>Total, Other income</b>	<b>233.51</b>	<b>232.69</b>

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
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**Note 31a : Cost of Materials Consumed**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Raw / Packing Materials :		
Opening Stock	18,577.79	13,668.02
Add : Purchases	42,649.22	44,275.92
Less : Closing Stock	(20,024.63)	(18,577.79)
<b>Total, Cost of material consumed</b>	<b>41,202.38</b>	<b>39,366.15</b>

**Note 31b : Purchase of Stock in Trade**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Purchase of Stock in Trade	10,271.96	8,943.00
<b>Total, Purchase of Stock in Trade</b>	<b>10,271.96</b>	<b>8,943.00</b>

**Note 31c : Changes in Inventories**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
(Incr.) / Decr. in Stk. of FG, Stock in Trade & WIP :		
Inventories at the beginning of the year		
Op.Stock - Finished Goods	5,487.00	4,442.38
Op.Stock - WIP	4,270.62	3,905.36
Op.Stock - Stock in Trade	2,226.23	1,005.76
	<b>11,983.85</b>	<b>9,353.50</b>
Inventories at the end of the year		
Cl.Stock - Finished Goods	(3,449.76)	(5,487.00)
Cl.Stock - WIP	(5,729.16)	(4,270.62)
Cl.Stock - Stock in Trade	(2,149.72)	(2,226.23)
	<b>(11,328.64)</b>	<b>(11,983.85)</b>
<b>Total, Changes in Inventories</b>	<b>655.21</b>	<b>(2,630.35)</b>

**Note 32 : Employee Benefits Expense**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Salaries, Wages and Bonus (refer note no. 38)	29,043.18	26,275.57
Contribution to Provident and Other Funds (refer note no. 38)	2,816.55	2,576.71
Share Based Payments to Employees (refer note no. 43)	65.75	–
Staff Welfare Expenses	332.44	775.80
<b>Total, Employee Benefit Expense</b>	<b>32,257.92</b>	<b>29,628.08</b>

**Note 33 : Research & Development Expenses**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
R&D Employee Cost	3,613.37	3,105.04
Other R&D Expenses	4,483.61	4,359.15
<b>Total, Research &amp; Development Expenses</b>	<b>8,096.98</b>	<b>7,464.19</b>

**Notes (Consolidated)**  
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**Note 34 : Depreciation and amortisation expenses**

<i>Particulars</i>	<i>Note No</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Depreciation of Property, Plant and Equipment	3	<b>5,441.84</b>	4,913.42
Amortisation of Right-of-use assets	4	<b>194.63</b>	163.47
Amortisation of Intangible Assets	5	<b>1,424.15</b>	2,644.00
Impairment of Assets	5	–	174.70
<b>Total, Depreciation and Amortisation Expenses</b>		<b>7,060.62</b>	<b>7,895.59</b>

**Note 35 : Other Expenses**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Consumable Stores	<b>511.28</b>	697.76
Job Work Charges	<b>1,290.49</b>	1,583.42
Power and Fuel	<b>5,061.29</b>	4,277.95
Rent, Rates, Taxes	<b>743.84</b>	567.08
Insurance	<b>422.48</b>	371.61
Repairs :		
Building	<b>358.24</b>	488.65
Plant and Machinery	<b>1,830.54</b>	1,468.25
Others	<b>2,288.75</b>	1,828.35
	<b>4,477.53</b>	3,785.25
Packing and Delivery Expenses	<b>2,988.75</b>	3,407.28
Analytical Expenses	<b>2,523.89</b>	2,808.59
Advertising and Sales Promotion Expenses	<b>7,156.64</b>	4,584.70
Commission and Incentives on sales	<b>3,976.53</b>	3,733.82
Travelling, Conveyance and Motor Car Expenses	<b>5,403.05</b>	4,217.88
Legal and Professional Fees	<b>2,009.61</b>	1,499.22
Director's Sitting Fees	<b>28.00</b>	28.00
Postage, Telephone and Telex Expenses	<b>111.86</b>	75.59
Printing and Stationery Expenses	<b>461.56</b>	489.75
Payments to Auditors (refer note no. 35(a))	<b>19.32</b>	19.04
Loss on sale of Assets	<b>145.62</b>	53.00
Provision for Doubtful Debts	<b>1,559.66</b>	1,482.51
Bad Debts written off		
Bad Debts written off	<b>4.86</b>	140.27
Less : Transfer from Provision for Doubtful Debts	<b>(4.86)</b>	(109.18)
	–	31.09
Corporate Social Responsibility (refer note no. 35(b))	<b>254.95</b>	92.87
Contractual Services	<b>2,690.81</b>	2,122.49
Miscellaneous Expenses	<b>3,930.24</b>	2,641.18
<b>Total, Other expenses</b>	<b>45,767.40</b>	<b>38,570.08</b>

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**Note 35 (a) : Details of payments to Auditors**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Payment to Auditors</b>		
<b>As Auditor :</b>		
Audit Fees	<b>11.30</b>	9.30
Tax Audit Fees under GST	<b>3.95</b>	4.25
Cost Audit Fees	<b>1.80</b>	1.80
<b>In other capacities :</b>		
Certification fees	<b>1.37</b>	3.39
Re-imbusement of expenses	<b>0.87</b>	0.30
Re-imbusement of expenses (Cost Audit)	<b>0.03</b>	–
<b>Total, Payment to Auditors</b>	<b>19.32</b>	<b>19.04</b>

**Note 35 (b) : Corporate social responsibility expenditure**

Expense towards activities relating to Corporate Social Responsibility in compliance with section 135 of the Companies Act, 2013 is as under :

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>Contribution to :</b>		
Promoting Education	<b>65.06</b>	10.26
Preventive Healthcare	<b>115.96</b>	51.20
Contribution of Free Medicine	<b>43.60</b>	31.41
Environment Sustainability	<b>16.33</b>	–
Preservation of Art	<b>9.50</b>	–
Administrative Expenses	<b>4.50</b>	–
<b>Total</b>	<b>254.95</b>	<b>92.87</b>
Amount required to be spent as per Section 135 of the Act	<b>264.19</b>	100.54
Less : Carry Forward from 2021-22	<b>9.78</b>	17.45
<b>Net amount to be spent in 2022-23</b>	<b>254.41</b>	<b>83.09</b>
Amount spent during the year on		
(i) Construction/acquisition of an asset	–	–
(ii) On purposes other than (i) above	<b>254.95</b>	<b>92.87</b>
Amount carry forward to FY 2023-24	<b>0.54</b>	<b>9.78</b>

**Note 36 : Finance Cost**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Interest Expense	<b>2,375.03</b>	1,645.79
Other Financial charges	<b>152.24</b>	97.35
Exchange Gain / Loss (Net)	<b>(24.33)</b>	(328.96)
<b>Total, Finance Cost expensed in Profit or Loss</b>	<b>2,502.94</b>	<b>1,414.18</b>

Note : Finance Cost incurred on various projects being qualifying asset is capitalised in accordance with IND AS 23.  
Finance cost includes element of lease arrangement note no. 39

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**Note 37 : Income Tax expense**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
<b>(a) Statement of Profit and Loss :</b>		
<b>Profit or Loss section :</b>		
<b>Current Income Tax :</b>		
Current Income Tax Charge	5,550.51	9,330.37
Tax in respect of earlier years	–	–
<b>Total, Current Income Tax</b>	<b>5,550.51</b>	<b>9,330.37</b>
<b>Deferred tax section :</b>		
Origination and reversal of timing difference	(496.45)	(735.39)
MAT Credit Adjustments	–	(417.81)
<b>Total, Deferred tax expense/(benefit)</b>	<b>(496.45)</b>	<b>(1,153.20)</b>
<b>Tax expense reported in the statement of Profit and Loss</b>	<b>5,054.06</b>	<b>8,177.17</b>
<b>Other Comprehensive income section :</b>		
Tax related to items recognised in OCI during the year :		
Net loss/(gain) on remeasurements of defined benefit plans	48.27	(286.12)
<b>Tax charged to OCI</b>	<b>48.27</b>	<b>(286.12)</b>

**(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**

<i>Particulars</i>	<i>Apr'22-Mar'23</i>	<i>Apr'21-Mar'22</i>
Profit / (Loss) from continuing operations before income tax expense	19,279.21	23,657.12
Profit from discontinuing operation before income tax expense	–	–
	<b>19,279.21</b>	<b>23,657.12</b>
<b>Tax at the Indian tax rate of 25.168% (2021-2022 – 34.944%)</b>	<b>4,852.19</b>	<b>8,266.74</b>
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Timing Difference in Depreciable Assets	(319.76)	210.93
Effect of non-deductible expenses	567.22	371.61
Other items	450.86	481.08
Adjustments of MAT of Previous period	–	(417.81)
Tax losses for which no deferred income tax was recognised	(496.45)	(735.39)
<b>Income tax expense</b>	<b>5,054.06</b>	<b>8,177.17</b>
<b>Tax Expense as per Statement of Profit and Loss</b>	<b>5,054.06</b>	<b>8,177.17</b>

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**Note 38 : Employee benefit obligations**

As required by IND AS 19 'Employee benefits' the disclosures are as under :

**(i) Defined benefit plans**

a. Leave obligations

The leave obligations cover the group's liability for sick and earned leave.

The amount of the provision of INR 304.22 lakhs (March 31, 2022 – INR 428.47 lakhs) is presented as current, since the group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months and therefore provision is made on the basis of actuarial valuation obtained.

b. Post-employment obligations

i. Gratuity

The group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the group makes contributions to recognized funds in India. The group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

**(ii) Defined contribution plans**

a. Provident Fund

The group also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the period towards defined contribution plan is INR 2,165.75 lakhs (March 31, 2022 – INR 1,992.73 lakhs).

b. Superannuation

The company contributed INR 115.13 lakhs (March 31, 2022 - INR 95.34 lakhs) to the superannuation plan. The same has been recognized in the Statement of profit and loss account under the head employee benefit expenses.

**(iii) Balance sheet amounts – Gratuity**

The amounts recognized in the balance sheet and the movements in the net defined benefit obligation over the year are as follows :

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**Note 38 : Employee benefit obligations : Contd.**

<i>Particulars</i>	<i>Present value of obligation</i>	<i>Fair value of plan assets</i>	<i>Net amount</i>
<b>April 1, 2021</b>	<b>2,565.18</b>	<b>(60.30)</b>	<b>2,504.88</b>
Current service cost	300.60	–	300.60
Past Service Cost	–	–	–
Interest expense/(income)	175.97	(4.14)	171.83
<b>Total amount recognized in Consolidated Statement of Profit &amp; Loss</b>	<b>476.57</b>	<b>(4.14)</b>	<b>472.43</b>
Remeasurements			
Return on plan assets, excluding amounts included in interest expense / (income)	–	(0.42)	(0.42)
Net Actuarial (Gain)/loss - Due to change in demographic assumptions	(1.65)	–	(1.65)
Net Actuarial (Gain)/loss - Due to change in financial assumptions	(32.91)	–	(32.91)
Net Actuarial (Gain)/loss - Due to experience changes	853.79	–	853.79
<b>Total amount recognized in other comprehensive income</b>	<b>819.23</b>	<b>(0.42)</b>	<b>818.81</b>
Employer contributions	–	(741.75)	(741.75)
Benefit payments	(491.29)	491.29	–
<b>March 31, 2022</b>	<b>3,369.69</b>	<b>(315.32)</b>	<b>3,054.37</b>

<i>Particulars</i>	<i>Present value of obligation</i>	<i>Fair value of plan assets</i>	<i>Net amount</i>
<b>April 1, 2022</b>	<b>3,369.69</b>	<b>(315.32)</b>	<b>3,054.37</b>
Current service cost	<b>367.61</b>	–	<b>367.61</b>
Past Service Cost	–	–	–
Interest expense/(income)	<b>235.20</b>	<b>(22.01)</b>	<b>213.19</b>
<b>Total amount recognized in Consolidated Statement of Profit &amp; Loss</b>	<b>602.81</b>	<b>(22.01)</b>	<b>580.80</b>
Remeasurements			
Return on plan assets, excluding amounts included in interest expense / (income)	–	<b>32.78</b>	<b>32.78</b>
Net Actuarial (Gain)/loss - Due to change in demographic assumptions	–	–	–
Net Actuarial (Gain)/loss - Due to change in financial assumptions	<b>(132.35)</b>	–	<b>(132.35)</b>
Net Actuarial (Gain)/loss - Due to experience changes	<b>(92.22)</b>	–	<b>(92.22)</b>
<b>Total amount recognized in other comprehensive income</b>	<b>(224.57)</b>	<b>32.78</b>	<b>(191.79)</b>
Employer contributions	–	<b>(341.97)</b>	<b>(341.97)</b>
Benefit payments	<b>(235.87)</b>	<b>235.87</b>	–
<b>March 31, 2023</b>	<b>3,512.06</b>	<b>(410.65)</b>	<b>3,101.41</b>

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**Note 38 : Employee benefit obligations : Contd.**

The net liability disclosed above relates to funded and unfunded plans are as follows:

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Present value of funded obligations	<b>3,512.06</b>	3,369.69
Fair value of plan assets	<b>(410.65)</b>	(315.32)
<b>Deficit of funded plan</b>	<b>3,101.41</b>	<b>3,054.37</b>
Unfunded plans	–	–
<b>Deficit of gratuity plan</b>	<b>3,101.41</b>	<b>3,054.37</b>

(iv) **Post-Employment benefits (gratuity)**

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Discount rate	<b>7.44%</b>	6.98%
Attrition rate	<b>For service 4 years and below 20.00% p.a. For service 5 years and above 4.00% p.a.</b>	For service 4 years and below 20.00% p.a. For service 5 years and above 4.00% p.a.
Salary growth rate	<b>5.00%</b>	5.00%
Retirement Age	<b>58 &amp; 62 years</b>	58 years

(v) **Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

<i>Particulars</i>	<i>Change in assumption</i>		<i>Increase in assumption</i>		<i>Decrease in assumption</i>	
	<i>March 31, 2023</i>	<i>March 31, 2022</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Discount rate	<b>0.01</b>	0.01	–	–	<b>260.26</b>	253.56
Discount rate	<b>(0.01)</b>	(0.01)	<b>299.15</b>	292.68	–	–
Salary growth rate	<b>0.01</b>	0.01	<b>292.28</b>	287.31	–	–
Salary growth rate	<b>(0.01)</b>	(0.01)	–	–	<b>260.81</b>	254.48
Attrition rate	<b>0.01</b>	0.01	<b>49.65</b>	38.13	–	–
Attrition rate	<b>(0.01)</b>	(0.01)	–	–	<b>56.54</b>	43.71

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognized in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.



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**Note 38 : Employee benefit obligations : Contd.**

(vi) The major categories of plans assets are as follows:

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Gratuity :</b>		
<b>Unquoted</b>		
Insurance fund	410.65	315.32
<b>Total</b>	<b>410.65</b>	<b>315.32</b>

(vii) Maturity profile of projected benefit obligation (from fund) :

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
1st following year	253.28	334.40
2nd following year	222.79	208.98
3rd following year	287.43	231.75
4th following year	301.68	243.07
5th following year	292.95	273.87
Sum of years 6 to 10	1,704.49	1,566.86
Sum of years 11 and above	4,363.06	3,994.14

**Note 39 : Leases**

(a) Following are the changes in the Carrying value of Right to Use of Assets for the year ended March 31, 2023

<i>Particulars</i>	<i>Category of ROU Assets</i>							<i>Total</i>
	<i>Building</i>	<i>Plant &amp; Machinery</i>	<i>Laboratory Equipments</i>	<i>Plant - Utilities</i>	<i>Computer</i>	<i>Office Equipment</i>	<i>Software</i>	
<b>Balance as at March 31, 2021</b>	–	358.51	169.98	144.83	–	–	0.40	673.72
Additions during the year	619.20	–	–	–	–	–	–	619.20
Depreciation charge during the year	(107.57)	(25.80)	(19.33)	(10.50)	–	–	(0.27)	(163.47)
<b>Balance as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	–	–	<b>0.13</b>	<b>1,129.45</b>
<b>Balance as at March 31, 2022</b>	<b>511.63</b>	<b>332.71</b>	<b>150.65</b>	<b>134.33</b>	–	–	<b>0.13</b>	<b>1,129.45</b>
Additions during the year	308.30	–	–	–	184.86	272.52	–	765.68
Depreciation charge during the year	(128.35)	(26.25)	(19.69)	(10.51)	(9.70)	–	(0.13)	(194.63)
<b>Balance as at March 31, 2023</b>	<b>691.58</b>	<b>306.46</b>	<b>130.96</b>	<b>123.82</b>	<b>175.16</b>	<b>272.52</b>	–	<b>1,700.50</b>

The aggregate depreciation expenses on Right to Use of Assets is included under Depreciation, Amortisation and Impairment Expenses in the Statement of Profit and Loss

(b) The following is the break-up of Current and Non-Current Lease Liabilities :

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Current Lease Liabilities (refer note no. 24b)	330.94	149.89
Non Current Lease Liabilities (refer note no. 21b)	1,503.68	1,096.23
<b>Total, Lease Liabilities</b>	<b>1,834.62</b>	<b>1,246.12</b>

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**Note 39 : Leases : Contd.**

(c) Following is the movement in Lease Liabilities :

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Balance at the beginning of the year	<b>1,246.12</b>	755.01
Additions during the year	<b>765.67</b>	619.20
Finance cost accrued during the year	<b>133.57</b>	118.90
Payment of Lease Liabilities	<b>(310.74)</b>	(246.99)
<b>Balance at the end of the year</b>	<b>1,834.62</b>	<b>1,246.12</b>

(d) The following is a summary of future minimum lease rental commitments towards Finance Leases :

<i>Particulars</i>	<i>March 31, 2023</i>		<i>March 31, 2022</i>	
	<i>Minimum lease commitments</i>	<i>Present value of minimum lease commitments</i>	<i>Minimum lease commitments</i>	<i>Present value of minimum lease commitments</i>
Due within one year	<b>479.28</b>	<b>330.93</b>	256.82	149.91
Due in a period between one year and five years	<b>1,502.98</b>	<b>1,212.02</b>	1,131.14	877.11
Due after five years	<b>372.72</b>	<b>291.67</b>	283.19	219.10
<b>Total minimum lease commitments</b>	<b>2,354.98</b>	<b>1,834.62</b>	<b>1,671.15</b>	<b>1,246.12</b>
Less : Interest	<b>(520.36)</b>		(425.03)	
<b>Present value of minimum lease commitments</b>	<b>1,834.62</b>		<b>1,246.12</b>	

**Note 40 : Fair value measurement**

<i>Financial instruments by category</i>	<i>March 31, 2023</i>		<i>March 31, 2022</i>	
	<i>FVPL</i>	<i>Amortised Cost</i>	<i>FVPL</i>	<i>Amortised Cost</i>
<b>Financial Assets</b>				
Investments				
Equity instruments		<b>146.25</b>		2.25
Mutual funds	<b>100.00</b>		–	
Trade receivables		<b>35,094.04</b>		29,724.56
Non Current Other Financial assets		<b>195.76</b>		183.71
Cash and cash equivalents		<b>1,093.47</b>		1,746.52
Bank balances other than cash and cash equivalents		<b>241.34</b>		230.81
Non-Current Financial Assets		<b>285.13</b>		141.32
Current Financial Assets		<b>69.34</b>		54.05
Current Other Financial Assets		<b>299.70</b>		2,415.06
<b>Total Financial Assets</b>	<b>100.00</b>	<b>37,425.03</b>	–	<b>34,498.28</b>
<b>Financial Liabilities</b>				
Bank Borrowings		<b>31,450.45</b>		24,420.61
Lease Liabilities		<b>1,834.62</b>		1,246.12
Current Other Financial Liabilities		<b>5,757.95</b>		8,597.41
Trade Payables		<b>12,345.75</b>		13,329.06
<b>Total Financial Liabilities</b>	–	<b>51,388.77</b>	–	<b>47,593.20</b>

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**Note 40 : Fair value measurement : Contd.**

**Fair value hierarchy**

**Level 1 :** Hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

**Level 2 :** The fair value of financial instruments that are not traded in an active market (like forward contract) 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 :** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities etc. included in level 3.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

<i>Financial assets and liabilities measured at fair value</i>	<i>March 31, 2023</i>			<i>March 31, 2022</i>		
	<i>Level</i>			<i>Level</i>		
	<i>I</i>	<i>II</i>	<i>III</i>	<i>I</i>	<i>II</i>	<i>III</i>
<b>Financial Assets</b>						
Investments						
Equity instruments	–	146.25	–	–	2.25	–
Mutual funds	100.00	–	–	–	–	–
<b>Total Financial Assets</b>	<b>100.00</b>	<b>146.25</b>	<b>–</b>	<b>–</b>	<b>2.25</b>	<b>–</b>

**Note 41 : Capital Management**

**(a) Risk Management**

The group aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The group monitors capital on the basis of the following gearing ratio : Net debt (total borrowings net of cash and cash equivalents) divided by Total Equity.

The group's strategy is to maintain a gearing ratio within 50%. The gearing ratios were as follows:

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
Net Debt	31,950.26	23,689.40
Equity	1,02,824.94	90,464.01
<b>Net debt to equity ratio</b>	<b>31.1%</b>	<b>26.2%</b>

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**Note 41 : Capital Management : Contd.**

**(b) Dividends**

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>(i) Equity shares</b>		
Final dividend for the year ended March 31, 2022 of INR 2.25 (Including Special Dividend of ₹ 0.75) (March 31, 2021 of INR 1.50) per fully paid share	<b>2,073.38</b>	1,382.26
<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 INR 2.25 per fully paid equity share (March 31, 2022 – INR 2.25 (Including Special Dividend of ₹ 0.75)). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	<b>2,073.38</b>	2,073.38

**Note 42 : Segment Information**

**(a) Description of segments and principal activities**

The group has only one reporting segment of its business i.e. Pharmaceutical, wherein the group's strategic steering committee, consisting of the chief executive officer, the chief financial officer and the manager for corporate planning, examines the group's performance both from a product and geographic perspective.

The steering committee primarily uses a measure of adjusted earnings before other income, Finance cost, tax, depreciation and amortisation (EBITDA, see below) to assess the performance of the operating segments. However, the steering committee also receives information about the segments' revenue and assets on a monthly basis.

**(b) Adjusted EBITDA**

Adjusted EBITDA excludes discontinued operations and the effects of significant items of income and expenditure which may have an impact on the quality of earnings such as restructuring costs, impairments when the impairment is the result of an isolated, non-recurring event. It also excludes the effects of share-based payments and gains or losses on financial instruments.

Interest income and finance cost are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the group.

<i>Particulars</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Total adjusted EBITDA</b>	<b>28,609.26</b>	<b>32,734.20</b>

Adjusted EBITDA reconciles to profit before income tax as follows:

<i>Particulars</i>	<i>Note No</i>	<i>March 31, 2023</i>	<i>March 31, 2022</i>
<b>Total adjusted EBITDA</b>		<b>28,609.26</b>	<b>32,734.20</b>
Finance costs	36	<b>2,502.94</b>	1,414.18
Other Income	30	<b>(233.51)</b>	(232.69)
Depreciation and Amortisation Expense	34	<b>7,060.62</b>	7,895.59
<b>Profit before income tax from continuing operations</b>		<b>19,279.21</b>	<b>23,657.12</b>

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**Note 42 : Segment Information : Contd.**

(c) **Segment revenue**

The segment revenue is measured in the same way as in the statement of profit or loss.

**Geographical :**

Particulars	March 31, 2023			March 31, 2022		
	India	Outside India	Total	India	Outside India	Total
Revenue from External Customers	84,978.67	79,026.13	1,64,004.80	84,728.85	65,644.89	1,50,373.74
Non Current Assets (*)	83,834.90	–	83,834.90	70,920.02	–	70,920.02

\* Excluding financial assets, deferred & current tax assets

**Product :**

Particulars	March 31, 2023	March 31, 2022
Revenue from Product	1,57,788.62	1,41,596.16
Revenue from Services	6,216.18	8,777.58
<b>Total, Revenue</b>	<b>1,64,004.80</b>	<b>1,50,373.74</b>

**Note 43 : Share Based Payment Plan (ESOP)**

**A) Employee Stock Option Plan**

The Nomination and Remuneration Committee of the Board at its meeting held on 24th January, 2023 has approved the grant of 2,95,500 Employee Stock Options and 75,000 Restricted Stock Units to the eligible employees under Indoco Remedies Limited Employee Stock Option Plan- 2022. These are Equity based incentive scheme. The Company has created Indoco Employees Welfare Trust for implementation of Indoco Remedies Limited Employee Stock Option Plan- 2022.

Particulars	ESOP Plan 2022	
	Options	RSUs
Date of Grant	24/01/2023	24/01/2023
Number of Options Granted	2,95,500	75,000
Underlying Price (₹)	404.75	404.75
Exercise Price per option (₹)	307.00	2.00
Weighted Average Compensation Price (₹)	202.30	397.86

Grant Date	Expiry Date	Exercise Period	% of ESOPs to be vested	Number of Options to be Vested	Number of RSUs to be Vested
24/01/2023	24/01/2024	1 year from Respective Vesting Date	10%	29,550	7,500
24/01/2023	24/01/2025	1 year from Respective Vesting Date	20%	59,100	15,000
24/01/2023	24/01/2026	1 year from Respective Vesting Date	30%	88,650	22,500
24/01/2023	24/01/2027	1 year from Respective Vesting Date	40%	1,18,200	30,000
<b>Total, ESOPs</b>				<b>2,95,500</b>	<b>75,000</b>

**Notes (Consolidated)**  
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**Note 43 : Share Based Payment Plan (ESOP) : Contd.**

(i) Summary of Stock Options are as follows :

Particulars	Stock Options Plan 2022	
	2022-23	2021-22
Option outstanding at the beginning of the year (Nos)	—	—
Granted during the year (Nos)	2,95,500	—
Exercised during the year (Nos)	—	—
Lapsed during the year (Nos)	—	—
Option outstanding at the end of the year (Nos)	2,95,500	—
Vested and exercisable at the end of the year (Nos)	—	—
Weighted Average Exercise Price (₹)	307.00	—
Weighted Average Fair Value of Option at the measurement date * (₹)	202.30	—

\* Fair value calculated based on Black & Scholes option pricing model

**B) Restricted Stock Units (RSUs)**

(i) Summary of Restricted Stock Units are as follows :

Particulars	RSUs Plan 2022	
	2022-23	2021-22
Option outstanding at the beginning of the year (Nos)	—	—
Granted during the year (Nos)	75 000	—
Exercised during the year (Nos)	—	—
Lapsed during the year (Nos)	—	—
Option outstanding at the end of the year (Nos)	75 000	—
Vested and exercisable at the end of the year (Nos)	—	—
Weighted Average Exercise Price (₹)	2.00	—
Weighted Average Fair Value of Option at the measurement date * (₹)	397.86	—

\* Fair value calculated based on Black & Scholes option pricing model

**C) Expense arising from share based payment transactions :**

Expenses arising from share based transactions recognised in profit and loss as part of employee benefit expenses were as follows :

(₹ In Lakhs)

Particulars	2022-23	2021-22
Employee Stock Option Plan	65.75	—
<b>Total</b>	<b>65.75</b>	<b>—</b>

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**Note 44 : Additional information, as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary/Associates.**

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 total comprehensive income	Amount
<b>Parent</b>								
Indoco Remedies Ltd.	99.87%	1,02,702.11	99.38%	14,136.19	100.08%	143.52	99.38%	14,279.71
<b>Subsidiaries</b>								
<b>Indian</b>								
Xtend Industrial Designers & Engineers Pvt. Ltd.	0.36%	365.98	0.62%	88.85	0.00%	0.00	0.62%	88.85
Warren Remedies Private Limited	0.49%	500.00	0.00%	0.00	0.00%	0.00	0.00%	0.00
<b>Foreign</b>								
Indoco Remedies Czech s.r.o.	0.00%	(0.38)	0.00%	0.11	-0.08%	(0.11)	0.00%	-
Indoco Remedies UK Ltd.	0.00%	0.10	0.00%	0.00	0.00%	0.00	0.00%	0.00
Inter Company Elimination and Consolidation Adjustment	-0.72%	(742.87)	0.00%	0.00	0.00%	0.00	0.00%	0.00
<b>Total</b>	<b>100.00%</b>	<b>1,02,824.94</b>	<b>100.00%</b>	<b>14,225.15</b>	<b>100.00%</b>	<b>143.41</b>	<b>100.00%</b>	<b>14,368.56</b>

**Note 45 : Events occurring after the reporting period**

**Other events**

Refer to note 41(b) for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

**Note 46 : Earnings Per Share**

Particulars	Apr'22-Mar'23	Apr'21-Mar'22
Total Operations		
Net Profit / (Loss) for the year	<b>14,225.15</b>	<b>15,479.95</b>
<b>Basic</b>		
Weighted average numbers of equity shares	<b>9,21,50,355</b>	9,21,50,355
<b>Basic Earnings per share of par value ₹ 2/- per share</b>	<b>15.44</b>	<b>16.80</b>
<b>Diluted</b>		
Weighted average numbers of equity shares	<b>9,21,50,355</b>	9,21,50,355
Add: Potential equity shares (ESOP)	<b>1,06,308</b>	-
<b>Diluted Earnings per share of par value ₹ 2/- per share</b>	<b>15.42</b>	<b>16.80</b>

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**Note 47 : Relationship with Struck off Companies**

<i>Name of the Struck off Company</i>	<i>Nature of Transactions</i>	<i>Transaction during the year March 31, 2023</i>	<i>Balance Outstanding as at March 31, 2023</i>	<i>Relationship with the struck off company</i>
Ace Technologies & Packaging Systems Private Limited	Services received	3.60	(16.62)	Vendor

<i>Name of the Struck off Company</i>	<i>Nature of Transactions</i>	<i>Transaction during the year March 31, 2022</i>	<i>Balance Outstanding as at March 31, 2022</i>	<i>Relationship with the struck off company</i>
IDAFA Investments Private Limited	Subscription of equity shares	–	–	Equity Shareholder
Ace Technologies & Packaging Systems Private Limited	Services received	8.97	–	Vendor

**Note 48 : Additional Regulatory Information**

<i>S no.</i>	<i>Particulars</i>
1	The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
2	The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
3	The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
4	The Group have 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.
5	The Group have 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.
6	The Group have no 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).
7	The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
8	The Group has not given any loans or advances in the nature of loans to the promoters, directors, KMP's and other related parties (as defined under Companies Act 2013) either severally or jointly.
9	The Group has not been declared as wilful defaulter by any bank or financial institution or other lenders during the year.



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**Note 49 : Ratio Analysis**

Sr No.	Ratio	Numerator	Denominator	As at 31 March, 2023	As at 31 March, 2022	% Variance	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	1.90	1.82	4.40%	Note a
2	Net Debt Equity Ratio	Borrowings	Total Equity	0.31	0.26	19.23%	Note a
3	Debt Service Coverage Ratio	Earnings for debt service = Net Profit before tax + Depreciation and Amortisation + Finance Cost + Loss/(Gain) on sale of asset	Debt Service = Interest Paid + Principal repayments of long term borrowings + Principal repayments of Lease Obligations	1.22	1.95	-37.44%	Additional Loan is availed in Current Year
4	Return on Equity (%)	Net Profit after taxes	Average Total Equity	14.72	18.50	-20.43%	Note a
5	Inventory Turnover ratio (in days)	Average Inventory	Sale of Product in days	74	71	4.23%	Note a
6	Trade Receivable Turnover ratio (in days)	Average Trade Receivables	Revenue from Operations (excluding Other Operating Income)	72	64	12.50%	Note a
7	Trade Payable Turnover ratio (in days)	Average Trade Payables	Expenses=Total Expenses - Finance Cost - Depreciation and Amortisation expense - Employee Benefit expenses	44	49	-10.20%	Note a
8	Net Capital Turnover ratio (in days)	Average Working Capital [Working capital: Current assets - Current liabilities] [Current liabilities: Total current liabilities - Current maturities]	Revenue from Operations (excluding Other Operating Income)	93	80	16.25%	Note a
9	Net Profit ratio (%)	Net Profit	Revenue from Operations (excluding Other Operating Income)	8.67	10.29	-15.74%	Note a
10	Return on Capital Employed (%)	Earnings before Finance Cost and Taxes (EBIT)	Capital Employed = Total Equity + Non Current Borrowings + Current Borrowings + Current maturities of leases + Deferred Tax Liability	13.06	19.67	-33.60%	Same reason as (3) above

**Note :**

a. In respect of aforesaid mentioned ratios, there is no significant change (25% or more) in FY 2022-23 in comparison to FY 2021-22.

**Notes (Consolidated)**  
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**Note 50 : FINANCIAL RISK MANAGEMENT**

**Financial risk management objectives and policies**

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Audit Committee of the Board of Director.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

The Company manages market risk through a Finance department, which evaluates and exercises independent control over the entire process of market risk management. The Finance department recommend the risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures like foreign exchange forward contracts, borrowing strategies and ensuring compliance with market risk limits and policies.

**Market Risk- Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, finance department performs a comprehensive corporate interest rate risk management policy by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

According to the Company interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

**Exposure to interest rate risk**

(₹ In lakhs)

<i>Particular</i>	<i>As at 31.03.2023</i>	<i>As at 31.03.2022</i>
Short Term Borrowings	<b>11,863.47</b>	10,294.89
Long Term Borrowings	<b>19,586.98</b>	14,125.72
Total Borrowings	<b>31,450.45</b>	<b>24,420.61</b>
% of Borrowings out of above bearing variable rate of Interest	<b>37.72%</b>	42.16%

**Interest Rate Sensitivity**

**A change of 50 bps in interest rates would have following impact on Profit before Tax**

(₹ In lakhs)

<i>Particular</i>	<i>2022-23</i>	<i>2021-22</i>
50 BPS increase would decrease the Profit before Tax by	<b>59.32</b>	51.47
50 BPS decrease would (increase) the Profit before Tax by	<b>(59.32)</b>	(51.47)

**Notes (Consolidated)**  
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**Note 50 : Contd.**

**Market Risk- Foreign currency risk.**

The company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to USD, EURO, GBP and AUD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimise the volatility of the INR cash flows of highly probable forecast transactions.

The company risk management policy is to hedge forecasted foreign currency sales for the subsequent 24 to 60 months. As per the risk management policy, foreign exchange forward contracts are taken to hedge forecasted sales.

The company also imports certain materials and Capital Goods which are denominated in USD, EURO, GBP, CHF,JPY,CNY which exposes the company to foreign currency risk to minimise the risk of imports, the company naturally hedges its imports.

The spot component of forward contracts is determined with reference to relevant spot market exchange rates. The differential between the contracted forward rate and the spot market exchange rate is defined as the forward points.

**Derivative instruments and unhedged foreign currency exposure**

**(a) Derivative outstanding as at the reporting date**

*(Foreign currency In lakhs)*

Particular	As at March 31, 2023		As at March 31, 2022	
	Currency	Amount	Currency	Amount
Forward Contract to Sell USD	USD	257.25	USD	357.24
Forward Contract to Buy USD	USD	–	USD	26.00
Forward Contract to Sell EURO	EURO	102.25	EURO	119.17
Forward Contract to Buy EURO	EURO	–	EURO	–
Forward Contract to Sell GBP	GBP	211.72	GBP	223.70
Forward Contract to BUY GBP	GBP	–	GBP	5.25
Swaps				
FCNR ( B)	USD	–	USD	–
ECB	USD	–	USD	–
ECB	GBP	–	GBP	–
ECB	EURO	5.63	Euro	13.13

Derivative financial instruments such as foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

**(b) Particular of foreign currency exposures as at the reporting date**

*As at March31, 2023*

*(Foreign currency in lakhs)*

Particular	USD	EURO	GBP	AUD	CAD
Trade Receivables	166.21	93.69	64.03	–	–
Trade Payables	14.54	0.69	0.70	0.66	0.02
Loans Taken - Short Term & long Term	–	5.63	–	–	–
Cash & Bank Balances	–	–	–	–	–

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**Note 50 : Contd.**

As at March 31, 2022

(Foreign currency in lakhs)

Particular	USD	EURO	GBP	AUD	CAD
Trade Receivables	138.36	80.13	64.58	–	–
Trade Payables	18.51	2.84	0.07	–	–
Loans Taken - Short Term & long Term	29.00	13.13	5.25	–	–
Cash & Bank Balances	–	–	–	–	–

**(c) Foreign Currency Risk Sensitivity**

A change of 5% in foreign currency would have following Impact on Profit before Tax

(₹ In lakhs)

Particular	2022-23		2021-22	
	5 % increase	5 % Decrease	5 % increase	5 % Decrease
USD	(433.84)	433.84	122.69	(122.69)
EURO	(62.69)	62.69	81.15	(81.15)
GBP	(798.34)	798.34	67.74	(67.74)
AUD	(2.97)	2.97	–	–
CAD	(0.05)	0.05	–	–
Increase / (Decrease) in profit or loss	(1,297.89)	1,297.89	271.58	(271.58)

**Credit risk**

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses financial reliability of customer and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

The Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward looking information such as:

- Actual or expected significant adverse changes in business,
- Actual or expected significant changes in the operating results of the counterparty,
- Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- Significant increase in credit risk on other financial instruments of the same counterparty,
- Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of Profit and Loss.

**Notes (Consolidated)**  
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**Note 50 : Contd.**

The Company measures the expected credit loss of trade receivables and loan from individual customer based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

**Ageing of Account receivables**

(₹ In lakhs)

	As at March 31, '23	As at March 31, '22
Not due	24,478.97	16,597.80
0-3 Months	6,399.86	9,183.25
3 - 6 Months	1,102.68	461.57
6 Months and above	6,301.01	5,115.61
<b>Total</b>	<b>38,282.52</b>	<b>31,358.23</b>

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

**Movement in provisions of doubtful debts**

(₹ In lakhs)

	As at March 31, '23	As at March 31, '22
Opening Provision	1,633.67	260.34
Add :- Additional provision made	1,559.66	1,499.30
Less : - Provision written off	4.85	109.18
Less : - Provision reversed	-	16.79
Closing Provisions	<b>3,188.48</b>	<b>1,633.67</b>

**Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitor rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

**(i) Financing arrangements**

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ In lakhs)

<b>Floating Rate</b>	As at March 31, '23	As at March 31, '22
Expiring within one year (Cash Credit and other facilities)	26,102.90	22,172.32
Expiring beyond one year (bank loans)	-	-

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR. The amount is arrived at based on the Sanctioned Limits by the Banks and the same is subject to change based on the Maximum Permissible Bank Finance (MPBF) and Drawing Power.

**Notes (Consolidated)**  
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Note 50 : Contd.

(ii) **Maturity patterns of Borrowings**

(₹ In lakhs)

	As at March 31, '23				As at March 31, '22			
	0-1 Year	1-5 Year	> 5 year	Total	0-1 Year	1-5 Year	> 5 year	Total
<b>Long term borrowings</b> (Including current maturity of long term debt)	5,236.98	13,500.00	850.00	19,586.98	4,537.23	9,088.49	500.00	14,125.72
<b>Short term borrowings</b>	11,863.47	–	–	11,863.47	10,294.89	–	–	10,294.89
<b>Total</b>	<b>17,100.45</b>	<b>13,500.00</b>	<b>850.00</b>	<b>31,450.45</b>	<b>14,832.12</b>	<b>9,088.49</b>	<b>500.00</b>	<b>24,420.61</b>

(iii) **Maturity Patterns of other Financial Liabilities**

(₹ In lakhs)

As at March 31, '23	0-3 Months	3-6 Months	Beyond 6 Months	Total
Trade Payable	10,942.39	527.88	(217.82)	11,252.45
Payable related to Capital goods	835.32	132.05	125.93	1,093.30
Other Financial Liability (Current)	3,404.16	2,342.08	7,063.05	12,809.29
<b>Total</b>	<b>15,181.87</b>	<b>3,002.01</b>	<b>6,971.16</b>	<b>25,155.04</b>

(₹ In lakhs)

As at March 31, '22	0-3 Months	3-6 Months	Beyond 6 Months	Total
Trade Payable	12,743.90	–	(97.27)	12,646.63
Payable related to Capital goods	646.85	–	35.58	682.43
Other Financial Liability (Current)	4,936.35	5,783.10	3,661.33	14,380.78
<b>Total</b>	<b>18,327.10</b>	<b>5,783.10</b>	<b>3,599.64</b>	<b>27,709.84</b>

Note No : 51

Contingent Liabilities not provided for:

(₹ In lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
A) Matters under dispute		
i) Income Tax *	1,899.29	1,861.17
ii) Sales Tax (₹ 696.52 lakhs has been paid under protest / Settlement, Previous year ₹ 490.89 lakhs) **	1,034.09	1,034.09
iii) Excise / Service Tax (₹ 82.08 lakhs has been paid as pre-deposit Previous Year ₹ 79.66 Lakhs)***	656.80	655.00
iv) GST (₹ 0.45 lakhs has been paid as pre-deposit Previous Year ₹ NIL Lakhs)****	522.94	4.99
v) Labour Law Matter	50.00	50.00
B) Bank Guarantees	485.97	312.98
C) Letters of Credit	404.89	774.79
D) Estimated amount of contracts remaining to be executed on Capital Account, net of advances of ₹ 2,714.80 lakhs (Previous year ₹ 983.99 lakhs )	3,261.34	1,334.40

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 51 : Contd.**

**Legal Case –**

- a) MR's / Petitioners has filed a defamation suit against the company under Section 38 / Section 40 of the Specific Relief Act 1963 and the matter is pending before civil court of Jalandhar jurisdiction for ₹ 5 Lakhs each. Total Contingent liability against the suit is ₹ 20 Lakhs (Previous Year - ₹ 20 Lakhs)
- b) Chartered of Demand (COD) case filed by Union FMRAI (Federation of Medical and Sales Representatives of India) for revision of field employee's salary which is pending since 2012 in Industrial Tribunal Mumbai in case bearing no. ITR No. 2 of 2012 FMRAI V/s Indoco Remedies Limited, Mumbai. Total Contingent liability against the suit is ₹ 30 Lakhs (Previous Year - ₹ 30 Lakhs)

**\* Income Tax demand comprises of**

- a) ₹ 5.98 lakhs (Previous year - ₹ 5.98 lakhs) appearing as TDS defaults on account of short Deduction / Short Payment & Interest thereon etc. of various assessment years.
- b) ₹ 1,855.19 lakhs (Previous year - ₹ 1,855.19 lakhs) demand issued by AO on account of Regular Assessment u/s 143(3) for AY 2018-19. The Company has preferred the appeal against the aggrieved demand order before CIT(A) which is yet to be heard.
- c) ₹ 38.12 lakhs (Previous year - ₹ NIL) demand issued by AO on account of proceedings u/s 201(1) / 201(1A) of the Income tax Act for AY 2019-20. The Company has preferred the appeal against the aggrieved demand order before CIT(A) which is yet to be heard.

**\*\* Sales Tax demand comprises of**

**(I) Telangana Sales Tax:-**

- a) ₹ 189.81 lakhs (Previous year – ₹ 189.81 lakhs) demand pertaining to classification dispute under Andhra Pradesh VAT Act for the period April 2005 to March 2009. The Company has filed an appeal before High Court which is yet to be heard.
- b) ₹ 619.19 lakhs (Previous year – ₹ 619.19 lakhs) demand (including penalty) pertaining to classification dispute under Andhra Pradesh VAT Act for the period April 2009 to December 2013. The Company has filed an appeal before Telangana VAT Appellate Tribunal Hyderabad which is yet to be heard.
- c) ₹ 96.86 lakhs (Previous year – ₹ 96.86 lakhs) is penalty imposed on demand of April 09 to October 12 under Andhra Pradesh VAT Act for classification dispute. The Company has filed an appeal before Appellate Deputy Commissioner (CT), Hyderabad Rural Division which is yet to be heard.
- d) ₹ 59.88 lakhs (Previous year – ₹ 59.88 lakhs) demand pertaining to classification dispute under Telangana VAT Act for the period Jan 14 to June 2017. The Company has filed an appeal before Appellate Deputy Commissioner (CT), Hyderabad Rural Division which is yet to be heard.
- e) ₹ 5.99 lakhs (Previous year – ₹ 5.99 lakhs) is penalty imposed on demand pertaining to classification dispute under Telangana VAT Act for the period Jan 14 to June 2017. The Company has filed an appeal before Deputy Commissioner (CT), Saroornagar Division, Hyd which is yet to be heard.

**The Company have applied for One Time Settlement (OTS) Scheme 2022 as per the Amnesty Scheme declared by Government of Telangana for the above mentioned disputed Commercial Taxes pending at various forums. As per the Scheme, 50% of balance outstanding taxes will be collected while remaining 50% of demand will be waive off. The Interest & penalty shall be waive off for the dealers availing the scheme. No refunds shall be given under the scheme. As per the Letter of Acceptance of Application of OTS in Form 4, We have paid settlement amount during FY 2022-23. The Final Settlement Order is awaited as on date.**

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
**(All amounts in INR lakhs, unless otherwise stated)**

**Note 51 : Contd.**

**(II) Vijayawada A.P.Sales Tax :-**

- f) ₹ 12.83 lakhs (Previous year – ₹ 12.83 lakhs) in respect of order from Asst. Commissioner (CT) Audit, Vijayawada for classification dispute for the period June 14 to March 2016. The Company has preferred an appeal before Appellate Deputy Commissioner (CT), Vijayawada.
- g) ₹ 3.21 lakhs (Previous year – ₹ 3.21 lakhs) is penalty imposed on demand pertaining to order from Asst. Commissioner (CT) Audit, Vijayawada for classification dispute for the period June 14 to March 2016. The Company has preferred an appeal before Appellate Deputy Commissioner (CT), Vijayawada.

**(III) Goa Sales Tax :-**

- h) ₹ 46.32 lakhs (Previous year – ₹ 46.32 lakhs) as the amount of demand (including penalty) raised by sales tax officer for Financial Year 2007-08, 2009-10 and 2013-14 on account of input credit of entry tax. The Company has filed appeal before Asst. Commissioner of Commercial Taxes, who has set aside the previous order and directed Assessing Officer for Re-assessment.

**\*\*\* Excise tax demand comprises of**

- a) Company appeal is pending before CESTAT for wrong availment of notification on exempted goods ₹ 0.66 lakhs (Previous year – ₹ 0.66 lakhs).
- b) Appeal pending before Divisional Dy. Commissioner, Boisar for classification dispute ₹ 5.04 lakhs (Previous year – ₹ 5.04 lakhs).
- c) CENVAT credit on input service ₹ NIL lakhs (Previous year – ₹ NIL lakhs), appeal pending before CESTAT, Mumbai.
- d) Company appeal is pending before Divisional Dy. Commissioner, Mumbai for wrong availment of CENVAT credit ₹ 0.79 lakhs (Previous year – ₹ 0.79 lakhs).
- e) Central excise department is in appeal before Supreme Court for Differential duty on intermixture of vitamins / minerals amounting to ₹ 2.91 lakhs (Previous year – ₹ 2.91 lakhs).
- f) CENVAT credit on input service ₹ 494.42 lakhs (Previous year – ₹ 494.42 lakhs), appeal pending before CESTAT, Mumbai.
- g) Company appeal is pending before CESTAT for CENVAT credit availment on physician sample amounting to ₹ 0.20 lakhs (Previous year – ₹ 0.20 lakhs).
- h) Central excise department is in appeal at Supreme Court for valuation of physician sample ₹ 11.20 lakhs (Previous year – ₹ 11.20 lakhs).
- i) ₹ 139.78 lakhs (Previous year – ₹ 139.78 lakhs) pending before CESTAT, Mumbai for Exempted product- Allopurinol Value Based Duty Reversal.

**\*\*\*\* GST demand comprises of**

- a) The Company received Order under section 73 from Office of the Dy. Com. of State Tax for tax period 2017-18 of ₹ 4.67 lakhs (Previous year - ₹ 4.99 lakhs). The Company has preferred the appeal against the aggrieved demand order before Jt. Comm. of State Tax (Appeal) which is yet to be heard.
- b) The Company received Order under section 73 from Office of the Additional CT & GST Officer and Cuttack - I City Circle, Cuttack, Odisha for tax period 2020-21 of ₹ 2.03 lakhs (Previous year - ₹ NIL). The Company has preferred appeal against the aggrieved demand order before Jt. Comm. of State Tax (Appeal) which is yet to be heard.
- c) To regularised the Transitional ITC availed through GSTR-3B, The Company has file Revised Tran-1 Return as per the directions issued by Hon'ble Supreme Court vide Order Dated 22.07.2022 in the matter of Union Bank



**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

**Note 51 : Contd.**

of India Vs. Filco Trade Centre Pvt. Ltd. SLP (C) No. 32709-32710 / 2018. The Company has received State wise orders in this case for rejection of revise Tran-1 credit. Details are as under:-

Sr. No.	GSTIN	Location	Tran-1 Credit Rejected (₹ in lakhs)	Order date
1	02AAACI0380C1ZF	Himachal Pradesh	213.09	22.02.2023
2	24AAACI0380C1Z9	Gujrat	12.61	27.02.2023
3	27AAACI0380C1Z3	Maharashtra	126.11	22.02.2023
4	30AAACI0380C1ZG	Goa	162.06	23.02.2023
5	36AAACI0380C1Z4	Telangana	2.37	22.02.2023
	<b>Total</b>		<b>516.24</b>	

The Company is in process of filing appeal in the above mentioned orders at respective state Appellate Authorities against rejection of revised Tran-1 Credit.

**Note No : 52**

**Assets Pledged As Security**

The carrying amount of assets pledged as security for current and non-current borrowings are:

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Current Assets</b>		
<b>Financial Assets</b>		
Floating Charge		
Receivables	35,094.04	29,724.56
Margin Money against L/c	211.89	202.64
<b>Non Financial Assets</b>		
Floating Charge		
Inventories	32,598.55	31,051.56
<b>Total Current Assets Pledged as security</b>	<b>67,904.48</b>	<b>60,978.76</b>
<b>Non Current Assets</b>		
First Charge		
Land & Building	11,389.22	10,428.27
Furniture, fittings and equipment	1,112.52	686.48
Plant and machinery	30,590.04	21,925.77
Others	3,740.16	2,522.34
<b>Total non-current assets Pledged as security</b>	<b>46,831.94</b>	<b>35,562.86</b>
<b>Total Assets pledged as security</b>	<b>1,14,736.42</b>	<b>96,541.62</b>

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note No : 53**

Related Party Disclosure as required by Ind AS 24

**I. Related Parties**

(A)	Enterprises that control or are controlled by the reporting company:	
	Holding Companies	NIL
	Subsidiary Companies	NIL
	Fellow Subsidiaries	NIL
(B)	Associates and Joint Ventures of reporting company:	
	Associates (Refer below note)	NIL
	Joint Ventures	NIL
(C)	(i) Individuals owning and having control of the reporting company Mr. Suresh G Kare, Mrs. Aruna S Kare, Ms. Aditi Panandikar, Mrs. Madhura Ramani	
	(ii) Their relatives: Dr. Milind Panandikar, Mr. Ramnath Kare, Mrs. Sudha Pai, Mrs. Pratima Vaidya, Ms. Mahika Panandikar, Mr. Rohan Ramani, Mr. Megh Panandikar	
(D)	(i) Key Management Personnel : Mr. Suresh G Kare, Ms. Aditi Panandikar, Mr. Sundeep V Bambolkar, Mr. Pramod Ghorpade, Mr. Ramanathan Hariharan, Mr. Jayshankar Menon.	
	Independent Directors : Mr. Divakar, Mr. Gavaskar, Mr. Rajiv P Kakodkar, Dr. (Ms) Vasudha V Kamat, Mr. Abhijit Y Gore Non Executive Director: Dr. Anand M Nadkarni	
	(ii) Their Relatives : Mrs. Aruna S Kare, Mrs. Madhura A Ramani	
(E)	Enterprises controlled by Key Management Personnel SPA Holdings Pvt. Ltd., Shanteri Investments Pvt. Ltd., Indoco Capital Market Ltd., A.K.Services, Suresh Kare Foundation, Warren Generics s.r.o.	

*Note : Jalansar Wind Energy Private Limited and Kanakal Wind Energy Private Limited which are associates as per the Companies Act, 2013 have not been classified as an associate as per IND AS and hence they are not considered for Consolidation.*

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

Note 53 : *Contd.*

**II. Transactions in respect of which disclosures to be made**

(₹ In lakhs)

Particulars of transaction		Enterprises that control or are controlled by reporting company	Associates and Joint Ventures of reporting company	Individuals owning and having control over the reporting company and their relatives	Key Management personnel and their relatives	Enterprises controlled by key management personnel
		(A)	(B)	(C)	(D)	(E)
Purchases or sales of goods (finished or unfinished)	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Purchases or sales of fixed assets	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Rendering or receiving of services	C.Y.	-	-	-	-	131.42
	P.Y.	-	-	-	-	121.76
Agency arrangements	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Remuneration paid	C.Y.	-	-	-	2,212.00	-
	P.Y.	-	-	-	1,579.94	-
Sitting Fees paid	C.Y.	-	-	-	28.00	-
	P.Y.	-	-	-	28.00	-
Transfer of research and development		-	-	-	-	-
License agreements	C.Y.	-	-	-	3.00	-
	P.Y.	-	-	-	3.00	-
Finance (including loans and equity contributions in cash or in kind)	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Investments made	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Interest Income	C.Y.	-	-	-	-	0.70
	P.Y.	-	-	-	-	0.70
Receivable	C.Y.	-	-	-	-	-
	P.Y.	-	-	-	-	-
Payable	C.Y.	-	-	-	-	13.79
	P.Y.	-	-	-	-	9.60

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
(All amounts in INR lakhs, unless otherwise stated)

Note 53 : *Contd.*

Sr. No.	Particulars of Remuneration	Name of Executive Chairman / MD / JT. MD / KMP						Total Amount	
		Mr. Suresh G Kare	Ms. Aditi Panandikar	Mr. Sundeep V Bamboikar	Mrs. Madhura Ramani	Mr. Pramod Ghorpade	Mr. Ramanathan Hariharan		Mr. Jayshankar Menon
1	Salary as per Provisions contained in Section 17 (1) of the Income tax Act, 1961	360.00	446.61	396.94	28.14	95.32	11.77	43.86	1,382.64
	Value of Perquisites under Section 17 (2) Income tax Act,1961	0.40	5.40	5.40	3.71	6.34	0.90	3.93	26.08
	Profit in Lieu of Salary under Section 17 (3) Income tax Act,1961	-	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-	-
4	Commission / Incentive	150.00	200.00	175.00	-	25.00	-	12.50	562.50
5	Others , Please Specify – PF , SA	28.80	87.33	77.63	2.76	22.40	2.10	19.76	240.78
	<b>Total (1+5)*</b>	<b>539.20**</b>	<b>739.34**</b>	<b>654.97**</b>	<b>34.61</b>	<b>149.06</b>	<b>14.77</b>	<b>80.05</b>	<b>2,212.00</b>

\* Company contribution to Super Annuation Fund which is not considered while calculating the ceiling of Remuneration specified above under Section 198 of the Companies Act, 2013.

\*\* Members have by way of Postal Ballot, on March 7, 2019, passed a Special Resolution approving the payment of remuneration without restriction in case of no profit or inadequate profit.

**III. Transactions with related parties in ordinary course/ not in normal course/ not on an arm's length basis**

Particulars of transaction		Enterprises that control or are controlled by reporting company	Associates and Joint Ventures of reporting company	Individuals owning and having control over the reporting company and their relatives	Key Management personnel and their relatives	Enterprises controlled by key management personnel
		(A)	(B)	(C)	(D)	(E)
(i) Transactions in the ordinary course	C.Y.	-	-	-	2,243.00	132.12
	P.Y.	-	-	-	1,610.94	122.46
(ii) Transactions not in the normal course		-	-	-	-	-
(iii) Transactions not on an arm's length basis		-	-	-	-	-
(iv) Justification for (iii)		-	-	-	-	-

**Notes (Consolidated)**  
**on financial statements for the year ended March 31, 2023**  
 (All amounts in INR lakhs, unless otherwise stated)

**Note No : 54**

**Expenditure on R&D**

(₹ In lakhs)

<i>Particulars</i>	<i>2022-23</i>	<i>2021-22</i>
Building	112.35	5.44
Equipment & other capital expenditure	2,027.23	1,550.38
<b>Total Capital Expenditure</b>	<b>2,139.58</b>	<b>1,555.82</b>
Revenue Expenditure	8,096.98	7,464.19
<b>Total R &amp; D Expenditure</b>	<b>10,236.56</b>	<b>9,020.01</b>

**Note No : 55**

Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are given as follows:

(₹ In lakhs)

	<i>Particulars</i>	<i>2022-23</i>	<i>2021-22</i>
A	Principal Amount & Interest due on the above	1.42	NIL
B	Interest paid during the year beyond the appointed day	—	—
C	Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act	—	—
D	Amount of interest accrued and remaining unpaid at the end of the year.	—	—
E	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small Enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the ACT.	—	—

The above information regarding Micro Enterprises and small Enterprises has been determined on the basis of information available with the Company. No interest has been accrued on delayed payments, if any.

**Note No : 56**

Previous year's figures have been regrouped and reclassified wherever necessary.

*As per our Report of even date attached*

For **Gokhale & Sathe**  
*Chartered Accountants*  
 Firm Registration no.: 103264W  
 Sd/-  
**Tejas Parikh**  
*Partner*  
 M. No. 123215

*For and on behalf of the Board of Directors*

Sd/-  
**Aditi Panandikar**  
*Managing Director*  
 DIN : 00179113  
 Sd/-  
**Pramod Ghorpade**  
*Chief Financial Officer*

Sd/-  
**Sundeep V Bambolkar**  
*Jt. Managing Director*  
 DIN : 00176613  
 Sd/-  
**Ramanathan Hariharan**  
*Company Secretary & Head-Legal*  
 M. No. A20593

Mumbai : May 23, 2023



# GIVING IS NOT AN ACT OF CHARITY, IT'S ABOUT MAKING A DIFFERENCE TO SOCIETY...

Indoco is committed to its social responsibility and carries out its CSR activities under the banner of 'SUMATI SANGOPAN', reaching out to the underprivileged. The Company lends a helping hand to the needy, with significant focus on the welfare of women, children and the aged in the areas of Health, Education, Sanitation, etc.



- 1 Akshaya Patra Foundation - Mid-Day Meal Programme
- 2 Advitya Kala Sangam Trust
- 3 Blind Organization of India
- 4 HUM Foundation
- 5 A school bus to Chetna Apangmati Vikas Sanstha for specially abled children

- 6 Ambulance to Sawali Care Centre - Kolhapur
- 7 G. R. Kare Auditorium at Sawali Care Centre - Kolhapur
- 8 St. Teresa's Convent School
- 9 Santosh Institution
- 10 Sneha Mandir, Goa

## BUZZ @ INDOCO



Chairman, Mr. Suresh G. Kare's birthday celebrations



Jt. MD, Mr. Sundeep V. Bambolkar completes 40 years of leadership @ Indoco



Felicitation of Indocoites on completing 25 years of service



Felicitation of Std. X students for excellent academic performance



Satyanarayan Pooja @ Goa Plant II



Navaratri days celebrations @ Patalganga



The vibrant AnaCipher CRO team with Mr. Sundeep V. Bambolkar, Jt. MD



Diwali Celebrations



Holi Celebrations @ Waluj



Ms. Aditi Kare Panandikar, MD with the Kolhapur Sales Team



1000<sup>th</sup> container dispatched from Baddi Plant



Inauguration of Indoco Premier League



Indoco participated in TATA Mumbai Marathon



Indoco Badminton League @ Baddi



PACE 2023



# BUZZ @ INDOCO



Team Indoco @ CPHI Frankfurt, 2022



Team Indoco @ CPHI North America



Indoco @ IDS, Cologne, Germany



Inauguration of a new floor @ AnaCipher CRO, Hyderabad



Mumbai Brief Meet Indoco Spade Team



Inauguration of OSD Block @ Waluj



Team Indoco @ the Arab Health Expo 2023 in Dubai



All India CFA Meet @ Goa



Indoco's 75 years of excellence



Warren D2C launch



Goa HOD Meet



Indoco wins the "GOA BEST EMPLOYER BRAND AWARD 2023"



Star Awards 21-22 @ Jaipur



ODI @ Karjat

## Safe Harbour

Statements made in this Annual Report describing the Company's objective, projections, estimates and expectations may be 'Forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied due to risks, uncertainties and inaccurate assumptions.



## INDOCO REMEDIES LIMITED

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