

ALEMBIC GLOBAL HOLDING SA

ALTENDORF

FINANCIAL STATEMENTS AS OF 31 MARCH 2025

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- **REPORT OF THE STATUORY AUDITOR AS OF 31 MARCH 2025**
 - **COMPARATIVE BALANCE SHEETS AS OF 31 MARCH 2025 AND 2024**
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YVERDON-LES-BAINS, 28 APRIL 2025

Report of the statutory auditor to the General Meeting of Alembic Global Holding SA, Altendorf

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Alembic Global Holding SA**, which comprise the statement of financial position as at **31 March 2025**, statement of profit or loss and other comprehensive income, notes, statement of changes in equity and statement of cash flows, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements comply with Swiss law and the Company's articles of incorporation.

Basis for Qualified Opinion

The presentation calls for the following comments: Contrary to the requirements of article 958d of the Swiss Code of Obligations, the financial statements do not present the counter-values in national currency.

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

Board of Directors' Responsibilities for the Financial Statements

The Board of Directors is responsible for the preparation of the financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 Swiss law and SA-CH 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 financial statements.

A further description of our responsibilities for the audit of the financial statements is located on EXPERTsuisse's website at: <https://www.expertsuisse.ch/en/audit-report>. This description forms an integral part of our report.

Report on Other Legal and Regulatory Requirements

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the financial statements according to the instructions of the Board of Directors.

GF Audit SA, succursale d'Yverdon-les-Bains

Licensed audit Expert
N°108'832
(Auditor in charge)

Licensed auditor expert
N°103'661

Yverdon-les-Bains, 28 April 2025

Enclosures :

- Financial statements (statement of financial position, statement of profit or loss and other comprehensive income, notes, statement of changes in equity and statement of cash flows)

Alembic Global Holding SA

Statement of financial position for the year ended 31 March 2025

		31.03.2025	31.03.2024
	Note	USD	USD
ASSETS			
Current assets			
Trade and other receivables	6	18 286 930	13 251 487
Cash at bank	7	1 082 035	5 099 246
		<u>19 368 965</u>	<u>18 350 732</u>
Non Current assets			
Investment	8	4 700 536	4 699 936
Loan to Subsidiary		6 813 790	-
Total assets		30 883 290	23 050 668
EQUITY			
Capital and reserves			
Share capital	9	4 455 004	4 455 004
Retained Earnings		2 633 623	1 299 569
Total equity		<u>7 088 627</u>	<u>5 754 574</u>
LIABILITIES			
Current liabilities			
Trade and other payables	10	16 036 401	15 957 644
Loan From Parent Company		7 758 262	1 338 450
		<u>23 794 663</u>	<u>15 957 644</u>
Total equity and liabilities		30 883 290	21 712 218

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Statement of profit or loss and other comprehensive income
as at 31 March 2025

		31.03.2025	31.03.2024
	Note	USD	USD
Revenue	4	67 781 674	31 696 771
General & Administrative expenses	4.1	66 299 276	29 973 863
Profit / (loss) before tax		1 482 398	1 722 908
Income tax expense	5	148 344	-
Profit / (loss) for the year		1 334 053	1 722 908

Alembic Global Holding SA

Schedule to the financial statements for the year ended

31 March 2025

4. Revenue	31.03.2025	31.03.2024
	USD	USD
Sales Export	67 238 384	30 337 461
Other Income	543 290	1 359 309
	67 781 674	31 696 771

4.1 General & Administrative expenses	31.03.2025	31.03.2024
	USD	USD
Research And Development Expense		
Cost of Sales - FERT	61 758 711	27 312 093
Salary in Foreign Currency	1 477 598	1 580 329
Commission On Sales- Export	742 431	533 548
Rent Others	52 358	44 932
Bank Charges	32 423	19 426
Rates And Taxes	278	454
Insurance - General	12 374	36 765
Subscription	-	1 025
Product Registration Cost	-	10 256
Professional Fees	219 861	116 902
Accounting Services	28 849	22 419
Supplier Promotional Contribution	947 599	-
Repairs To Vehicle	-	351
Exchange Loss - Vendors	173 578	36 178
Exchange Gain - Vendors	-362 675	-3
Auditors Remuneration	9 336	7 975
Misc. Expenses General	2 103	5 359
Interest	436 863	101 828
Electricity	3 123	5 756
Registration Fees (Export Pro& Offices)	253 732	20 068
Publicity Expense - Confernce Expense	-	-
Other Sales Prom Exp	20 608	14 298
Insurance - Marine Export	-	5 628
Stationary Expense	257	358
Telephone	7 411	8 574
Telephone - Mobile	7 421	9 822
Postage	2 206	3 307
Travelling Expense	110 536	122 667
Conveyance Charges	9 900	11 476
Repairs To Others	6 182	3 964
Exchange Gain On Export Debtors	-146 162	-71 015
Exchange Loss On Export Debtors	492 374	9 125
Total	66 299 276	29 973 863

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Schedule to the financial statements for the year ended

31 March 2025

5. Tax Charge	31.03.2025	31.03.2024
	USD	USD
Income Tax Expense	148 344	-

6. Trade and other receivables

	31.03.2025	31.03.2024
	USD	USD
Trade Receivables	17 769 714	12 327 439
Amounts owed by Branch, Subsidiary and Associates	378 948	495 494
Prepayments	44 911	219 009
Indirect taxation	604	798
	18 194 177	13 042 740

Note: The amounts due by the ultimate parent company and by the shareholder are unsecured, interest free and repayable on demand.

7. Cash at bank

	31.03.2025	31.03.2024
	USD	USD
Cash at bank	1 082 035	5 099 246

8. Investments

	31.03.2025	31.03.2024
	USD	USD
Investment in Rhizen Pharmaceuticals AG	2 029 500	2 029 500
Investment in Alembic Pharmaceuticals Europe Ltd	1 784 314	1 784 314
Investment in Alnova Pharmaceuticals SA	198 000	198 000
Investment in Alembic Pharmaceuticals Australia Ltd	617 534	617 534
Investment in Alembic Pharmaceuticals Canada Ltd	8 286	8 286
Investment in SPH Alembic Pharm Tech Co Ltd	62 300	62 300
Investment in TicTwo Therapeutics	600	-
	4 700 534	4 699 934

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Schedule to the financial statements for the year ended

31 March 2025

9. Share capital

	31.03.2025	31.03.2023
	USD	USD
Authorised share capital		
4,500,000 Ordinary shares of CHF 1 each	4 455 004	4 455 004
Issued and fully paid-up share capital		
4,500,000 Ordinary shares of CHF 1 each	4 455 004	4 455 004

10. Trade and other payables

	31.03.2025	31.03.2024
	USD	USD
Accruals	1 571 497	543 470
Amount due to Subsidiary/Associates		318 059
Other payables	14 316 559	15 096 115
Provision for Tax	148 344	
	16 036 401	15 957 644

11. Related party transactions

The following transactions were entered into with related parties during the financial reporting year:

	31.03.2025	31.03.2024
	USD	USD
Loan taken from ultimate parent company	6 000 000	-
Interest on loan taken	419 812	85 634
Loan given to Subsidiary Company	6 250 000	
Interest on Loan Given	459 290	

12. Ultimate controlling party

The company's ultimate parent company is Alembic Pharmaceuticals Limited, of Alembic Road, Gorwa, Vadodara-390007, Gujarat, India.

Notes to the financial statements as at 31 March 2025

1. Summary of significant accounting policies

The principal accounting policies adopted in the preparation of the financial information are set out below. These policies have been consistently applied to the year presented, unless otherwise stated.

1.1 Use of estimates and judgements

Accounting policies

Accounting convention and basis of preparation

These financial statements are presented using the USD, being the currency that reflects the economic substance of the underlying events and circumstances relevant to the entity. They are prepared under the historical cost convention as modified by the fair valuation convention where required by Swiss laws. The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

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. Fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entity, which are described as follows:

- Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The preparation of financial statements in conformity with Swiss laws requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies

1.2 Basis of measurement

Assets and liabilities are measured at historical cost.

1.3 Functional and presentation currency

These financial statements are presented in USD, which is the Company's functional currency.

1.4 The accompanying financial statements comprise the following periods:

- Statements of financial position as of 31 March 2025.
- Statements of comprehensive income by function for the periods between 1 April 2024 and 31 March 2025.
- Statements of changes in equity for the periods between 1 April 2024 and 31 March 2025.
- Statements of cash flows for the periods between 1 April 2024 and 31 March 2025.

Alembic Global Holding SA

2 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

2.1 Revenue recognition

Revenue is recognized when a customer obtains control of the goods or services. Determining the timing of the transfer of control- at a point in time or over time - requires judgement. The Company recognizes revenue from sale of goods based on a five step model:

Step 1: Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation.

2.2 Accounts receivables

Receivables are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts.

The management undertakes a periodic review of the amount recoverable from Accounts & other receivables and determines recoverability based on various factors such as ageing of receivables, payment history, collateral available & other knowledge about the receivables.

2.3 Trade payables

Payables are stated at nominal amounts payable for goods or services rendered.

2.4 Provisions

Provisions are recognized when the company has a present obligation as a result of past event & it is probable that the outflow of resources will be required to settle the obligation.

2.5 Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term investments that are held to meet short-term cash commitments rather than for investment or other purposes.

3. Financial risk management

Financial risk factors

The Company has exposure to the following risks arising from financial instruments and are the most significant risks to which the entity is exposed to:

- Credit risk
- Liquidity risk
- Market risk

Credit risk

The entity's risk is limited to the carrying amount of financial assets recognized at the date of the Statement of Financial Position.

The company continuously monitors defaults of customers and other counterparts and incorporates this information into credit risk controls. The company's policy is to deal only with creditworthy counterparties.

None of the company's financial assets is secured by collateral or other credit enhancements. The credit risk for liquid funds is considered to be negligible, since the counterparties are reputable institutions with high quality external credit ratings.

Liquidity risk

The entity's exposure to liquidity risk arises from its obligations to meet financial liabilities, which comprise trade and other payables. Prudent liquidity risk management includes maintaining sufficient cash and committed credit facilities to ensure the availability of an adequate amount of funding to meet the entity's obligations when they become due.

Alembic Global Holding SA

Statement of changes in equity for the year ended 31 March 2025

	Share Capital	Accumulated Losses	Total
	USD	USD	USD
At 1 April 2023	4 455 004	-1 189 589	3 265 416
Result for the year	-	1 722 908	1 722 908
As at 31 March 2024	4 455 004	533 319	4 988 324
At 1 April 2024	4 455 004	533 319	4 988 324
Result for the year	-	1 334 053	1 334 053
As at 31 March 2025	4 455 004	1 867 373	6 322 377

Alembic Global Holding SA

Statement of cash flows

for the year ended 31 March 2025

		31.03.2025	31.03.2024
	Note	USD	USD
Cash flows from operating activities			
Profit / loss before tax	4	1 482 398	1 722 908
Working capital changes:			
Change in trade and other receivables		-5 035 443	-12 739 721
Change in trade and other payables		78 757	13 556 714
Net cash generated from operating activities		-3 474 288	2 539 901
Cash flows from Financing activities			
Loan Taken from Parent Company		7 758 262	-
Loan Given to Subsidiary		-6 813 790	-
Net cash generated from financing activities		944 472	-
Net movement in cash and cash equivalents		-2 529 815	2 539 901
Cash and cash equivalents at beginning of year		5 099 246	1 220 894
Cash and cash equivalent at end of year	7	2 569 430	3 760 795