

Biocon Biologics Limited

ANNUAL REPORT 2024-25

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Board's Report

Board's Report

Dear Shareholders,

The Board of Directors are pleased to present the 9th (Ninth) Annual Report on the business and operations of Biocon Biologics Limited ("the Company" or "BBL") together with the Audited Standalone and Consolidated Financial Statements and the Auditor's Report thereon of the Company for the Financial Year ended March 31, 2025 ("FY 2024-25").

1. COMPANY'S FINANCIAL INFORMATION

I. Financial highlights - Standalone and Consolidated

(Amount in ₹ million except EPS)

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Revenue from operations	29,543	30,933	90,174	88,242
Other income	15,941	6,814	11,270	1,764
Total income	45,484	37,747	1,00,144	90,006
Total expenses	33,803	33,339	90,568	87,049
Profit before tax and exceptional item	11,681	4,408	10,876	2,957
Exceptional item	-	(82)	806	166
Profit before tax	11,681	4,326	11,682	3,123
Provision for tax	3,372	637	2,786	941
Profit after tax	8,309	3,689	8,896	2,182
Earnings per share (EPS) before exceptional item	5.32	2.41	5.26	1.30
Earnings per share (EPS) after exceptional item	5.32	2.36	5.69	1.40

II. State of Affairs of the Company

A. Standalone financial performance

The key highlights of the Company's standalone financial performance during FY 2024-25 are as under:

- Revenue from operations FY25 was at ₹ 29,543 million as against ₹ 30,933 million in FY24.
- Profit/ (Loss) after tax was at ₹ 8,309 million in FY25, higher compared to ₹ 3,689 million in FY24 primarily driven by BFI divestment gain.

B. Consolidated financial performance

The key highlights of the Company's consolidated financial performance during FY 2024-25 are as under:

- During the year, revenue grew by 2% on a consolidated basis from ₹ 88,242 million to ₹ 90,174 million. Adjusting for BFI revenue, divestment gain and licensing income, like to like increase in revenue stands at 15%, driven by robust growth in the core business across Advanced and Emerging Markets.
- Reported EBITDA margin excluding exceptional items was 34% in FY25. FY25 EBITDA excluding BFI divestment gain stands at ₹ 19,701 million with margin of 22%.

- Profit after tax was at ₹ 8,896 million in FY25, higher compared to ₹ 2,182 million in FY24 primarily driven by BFI divestment gain.

2. MAJOR EVENTS OCCURRED DURING THE FINANCIAL YEAR

There has been no change in the nature of business of the Company during the Financial Year 2024-25.

The Major events that occurred during the Financial Year are as below:

a. Debt re-financing of Biocon Biologics Group

- US\$ 800 million debt raised by way of issuance of Senior Secured Notes and further listing on Singapore Exchange Securities Trading Limited

During the year under review, Biocon Biologics Global PLC ("BBGP") was incorporated under the laws of the United Kingdom by Biocon Biologics UK Limited, which is a wholly owned subsidiary of the Company. BBGP has raised debt amounting to US\$ 800,000,000 (USD Eight Hundred million only) by way of issuance and allotment of US dollar denominated Senior Secured Notes (the "Notes") at a coupon rate of 6.67%. Further, the said Notes were listed on the Singapore Exchange Securities Trading Limited ("SGX-ST") on October 09, 2024. The said Notes were not offered or sold in India. The issued Notes have been

irrevocably and unconditionally guaranteed by, amongst others, the Company and secured by, amongst others, a pledge over certain shares held by the Company in Biosimilars Newco Limited, a wholly owned subsidiary of the Company.

As a part of the issuance and listing at SGX-ST, the Company went through a robust rating exercise from leading international credit rating agencies with the bonds rated as "BB" by both S&P and Fitch.

The key highlights of the said issuance were:

- Debut USD bond issuance from Biocon Group
- 1st USD bond issuance by a Biopharmaceutical Company in Asia Pacific
- Largest debut issuance from a high yield rated Issuer from India in the past 10 (ten) years
- Robust participation from top marquee real money investors globally – testament to BBL's strong credit profile and investor confidence in its growth potential
- Peak orderbook in excess of USD 2.5 billion (₹ 208,634 million) demonstrating an oversubscription of over 3x of the issue size
- The final orderbook was well diversified in terms of investor type across fund managers, institutions, banks, and others as well as geography with the U.S. constituting 47%, EMEA 27% and Asia 26% BofA Securities, Citigroup, HSBC and Standard Chartered Bank acted as Joint Global Coordinators, Lead Managers and Bookrunners and BNP PARIBAS and Mizuho acted as Joint Lead Managers and Bookrunners.

II. US\$ 320 million debt raised by way of New Syndicated Term Loan

During the year, the Company has also entered into a commitment agreement for a new syndicated debt facility of US\$ 320,000,000 (USD Three Hundred Twenty million only), which was raised by Biosimilars Newco Limited, a wholly owned subsidiary of the Company.

The proceeds of the Notes, together with the new syndicated debt facility raised, were used to substantially re-finance the existing debt of USD 1.1 billion (₹ 93,468 million). The rationale for the debt re-financing was to improve the Company's liquidity profile, to demonstrate strong financial flexibility, to continue access to a diversified pool of capital, to fuel BBL's long-term growth and was core to the consolidation phase of the business. This debt re-financing strengthened the capital structure and allowed the Company to re-deploy the investments into the business, including advancing the differentiated pipeline of biosimilars. It also enabled Biocon Biologics' group to diversify their investor base to include marquee global funds and healthcare investors who seek to participate in BBL's growth story.

b. Issuance of Optionally Convertible Debentures on a preferential basis by way of private placement to Biocon Limited

- I. The Board of Directors and Shareholders of the Company, at their respective meetings held on April 24, 2024 and April 29, 2024, approved the issuance of 1,25,00,000 Unlisted, Unrated, Unsecured, Redeemable Optionally Convertible Debentures ("OCDs"), each having face value of ₹ 500/- (Indian Rupees Five Hundred Only), for an aggregate consideration of ₹ 625,00,00,000/- (Indian Rupees Six Hundred Twenty Five Crores Only), to Biocon Limited, Holding Company, and which were allotted by the Board of Directors on May 30, 2024.
- II. Further, the Board of Directors and Shareholders of the Company, at their respective meetings held on December 13, 2024 and December 16, 2024, approved the issuance of 1,20,00,000 OCDs, each having face value of ₹ 500 (Indian Rupees Five Hundred Only), for an aggregate consideration of ₹ 600,00,00,000/- (Indian Rupees Six Hundred Crores only), to Biocon Limited, out of which 1,13,00,000 OCDs of face value ₹ 500/- (Indian Rupees Five Hundred only) each, aggregating to ₹ 565,00,00,000/- (Indian Rupees Five Hundred Sixty Five Crores Only) were allotted by the Board of Directors on December 18, 2024.

c. Biocon Biologics' Facility Classified as Voluntary Action Indicated by U.S. Food and Drug Administration

I. Biocon Biologics' Drug Substance Facility in Bengaluru, India

The U.S. Food and Drug Administration ("USFDA") has classified Biocon Biologics' Drug Substance Facility at Biocon Campus, (Site 1) located in Bengaluru, Karnataka, India, as a Voluntary Action Indicated ("VAI"). This relates to the cGMP inspection conducted by the agency between 20th to 28th of February, 2024 and pertains to the supply of rh-Insulin (rhI) Drug Substance to the United States.

II. Biocon Biologics' Biocon Park Site in Bengaluru, India

The USFDA has classified Biocon Biologics' facilities at Biocon Park, Bengaluru, Karnataka, India, as VAI. This relates to the combined cGMP inspection and Pre-Licensing Inspection (PLI) conducted by the agency between 15th to 26th of July, 2024. The inspection scope included 6 (six) separate Biologics manufacturing units comprising of 4 (four) Drug Substance and 2 (two) Drug Product manufacturing plants as well as 5 (five) Analytical Quality Control Laboratories, 4 (four) Microbiology Laboratories, and 2 (two) Warehouses.

III. Biocon Biologics' Site in Johor Bahru, Malaysia

The USFDA has classified Biocon Biologics' Insulins facilities in Johor Bahru, Malaysia as VAI. This relates to the cGMP inspection conducted by the agency between 15th to 27th of September, 2024. The inspection scope included several biologics manufacturing units comprising 1 (one) Drug Substance and 1 (one) Drug Product manufacturing units, 1 (one) Medical Device Assembly unit, 1 (one) Analytical Quality Control Laboratory, 2 (two) Microbiological Control Laboratories and 2 (two) Warehouses.

d. Fulfillment of obligations towards acquired Viatris' Biosimilars Business

During the year under review, the Company has successfully fulfilled its obligations towards all deferred milestones which were agreed under the Acquisition Agreement with Viatris Inc. This also marked the full and final remittance of considerations from the Company towards Viatris for the said acquisition.

e. Biocon Limited acquired BBL's shares from Beta Oryx Limited

The Board of Directors of Biocon Limited, approved the purchase of equity shares of the Company from Beta Oryx Limited, pursuant to liquidity option exercised by Beta Oryx Limited as per the Shareholder's Agreement entered into between Biocon Limited, the Company, Beta Oryx Limited and the other Investors of the Company. Beta Oryx Limited transferred the equity shares on January 31, 2025 to Biocon Limited, which resulted an increase in Biocon Limited's equity shareholding in the Company by 1.5%.

f. Consolidation of UK Business of Biocon Biologics' Group

The ownership and rights related to products of the Company, and the US\$ 800 million USD-denominated bonds ("**USD bonds**"), were spread across 3 (three) UK entities of the Company i.e., Biosimilars Newco Limited ("**BNCL**"), Biocon Biologics UK Limited ("**BBUK**") and Biocon Biologics Global Plc ("**BBGP**").

It had been proposed to undertake an intra group business consolidation by consolidating the operating assets of BBUK and BBGP into the larger operating entity in the UK (i.e. BNCL) and streamline the group shareholding. This would help demarcate the risk between business and investments, ease of operations and compliance regulatory efficient manner.

The Board of Directors and Shareholders of the Company, at their respective meetings held on January 28, 2025 and March 07, 2025, approved to consolidate the entity structure of Biocon Biologics Group in the United Kingdom (UK) by consolidating the business of **BBUK** into one single entity in the UK i.e., **BNCL**. This was further approved by the shareholders of Biocon Limited.

The effective date of the transfer of BBUK business operations, identified assets and liabilities and operations to BNCL as aforementioned has been April 1, 2025. The effective date of transfer of the business, assets, liabilities and operations of BBGP to BNCL as aforementioned will be the completion date on which the business is transferred from BBGP to BNCL post satisfaction of any conditions precedent including the conversion of BNCL to a public limited company.

BBUK and BNCL are indirect material subsidiaries of the Company, in relation to Biocon Limited, the ultimate holding company. This would entail the transfer of business operations along with identified assets and liabilities (other than inter-alia investments) from BBUK to BNCL.

3. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

There were no material changes and commitments affecting the financial position of our Company between March 31, 2025 and the date of report.

4. TRANSFER TO RESERVE

During the Financial Year under review, no amount was transferred to the general reserves of the Company.

5. DIVIDEND

As on the date of this Report, the Board of Directors have not recommended any dividend for the year under review.

6. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

I) The Company has 23 wholly owned subsidiaries as on March 31, 2025. A brief about the Subsidiaries is set out below:

a) Biocon Biologics UK Limited, United Kingdom

Biocon Biologics UK Limited, ("**BBUK**") which was incorporated in the United Kingdom in March, 2016 is a wholly owned subsidiary of BBL.

BBUK reported a total revenue of ₹ 13,854 million and net profit of ₹ 1,413 million in FY25 against a total revenue of ₹ 18,157 million and net profit of ₹ 4,788 million in FY24.

b) Biosimilars Newco Limited, United Kingdom

Biosimilars Newco Limited ("**BNCL**") is a wholly owned subsidiary of the Company, registered in the United Kingdom.

BNCL undertakes biosimilar businesses, i.e. w.r.t. Trastuzumab, Bevacizumab, Pegfilgrastim, Glargine, Aspart and Ustekinumab across the globe.

BNCL reported the total revenues of ₹ 31,502 million and net loss of ₹ 4,117 million in FY25 against the total revenues of ₹ 43,656 million and net loss of ₹ 2,746 million in FY24.

c) Biosimilar Collaborations Ireland Limited, Ireland

Biosimilar Collaborations Ireland Limited ("**BCIL**") is a wholly owned subsidiary of BBUK, registered in Ireland.

BCIL undertakes biosimilars businesses w.r.t Adalimumab, Etanercept and Aflibercept.

BCIL reported the revenues of ₹ 31,088 million and net loss of ₹ 688 million in FY25 against the revenues of ₹ 25,728 million and net loss of ₹ 3,546 million in FY24.

d) Biocon SDN. BHD., Malaysia

Biocon SDN. BHD., Malaysia ("**BSB**"), is a wholly owned subsidiary of BBUK. BSB was established as the group's first overseas manufacturing facility at Malaysia. BSB is engaged in the manufacturing of insulins and insulin analogues for global markets and is located within BioXcell, a biotechnology park in Iskandar Puteri, Johor. The facility is Asia's largest integrated insulins manufacturing facility with approvals from several global agencies including National Pharmaceutical Regulatory Authority ("**NPRA**"), Malaysia, cGMP certification from HPRA ("**EMA**") and cGMP certification from the U.S. Food and Drug Administration ("**USFDA**").

With over US\$ 400 million investment, about 750 strong workforce, BSB is the single largest biotech facility in Malaysia and holds the commercial and development rights of insulin and insulin analogs.

BSB reported the revenue from operations of ₹ 15,563 million and net profit of ₹ 371 million in FY25 against the revenue from operations of ₹ 14,680 million and net loss of ₹ 1,786 million in FY24.

e) Biocon Biologics Inc., United States of America

Biocon Biologics Inc ("BBI") is a wholly owned subsidiary of BBUK, incorporated on November 12, 2019 and registered in the State of Delaware, "USA" BBI was established with an objective to undertake all the activities relating to pharmaceuticals, biopharmaceuticals and biologics products, i.e. commercialization, distribution etc. in the USA and other geographies

BBI reported a total revenue of ₹ 34,846 million and net profit of ₹ 975 million in FY25 against a total revenue of ₹ 19,977 million and net profit of ₹ 623 million in FY24.

f) Biocon Biologics Healthcare Malaysia SDN. BHD., Malaysia

Biocon Biologics Healthcare Malaysia SDN. BHD, Malaysia ("Biocon Healthcare Malaysia") is a wholly owned subsidiary of BBUK, incorporated on August 10, 2017 and registered in Malaysia. Biocon Healthcare Malaysia was established with an objective of undertaking operations for biologics in Malaysia. Biocon Healthcare Malaysia was set up to carry on the business as importers and distributors of drugs and devices in the Malaysian market.

Biocon Healthcare Malaysia did not have any operations during FY25.

g) Biocon Biologics Do Brasil Ltda., Brazil

Biocon Biologics Do Brasil Ltda, Brazil ("BB-Brazil") is a wholly owned subsidiary of BBUK, incorporated on August 17, 2020 and registered in Brazil. BB-Brazil was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BB-Brazil reported the revenues from inter-company cross charge of ₹ 276 million and net loss of ₹ 14 million in FY25 against the revenues from inter-company cross charge of ₹ 95 million and net profit of ₹ 4 million in FY24.

h) Biocon Biologics FZ-LLC, United Arab Emirates

Biocon Biologics FZ-LLC, UAE ("BB-FZLLC") is a wholly owned subsidiary of BBUK, incorporated on November 26, 2020 and registered in Dubai, UAE. BB-FZLLC was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BB-FZLLC reported the revenues from inter-company cross charge of ₹ 204 million and net profit of ₹ 10 million in FY25

against the revenues from inter-company cross charge of ₹ 248 million and net profit of ₹ 7 million in FY24.

i) Biocon Biologics Canada Inc., Canada

Biocon Biologics Canada Inc. ("BBCI"), is a wholly owned subsidiary of BBUK, incorporated on March 20, 2023 and registered in Ontario, Canada. BBCI was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBCI reported the revenues of ₹ 2,566 million and net profit of ₹ 67 million in FY25 against the revenues of ₹ 1,252 million and net profit of ₹ 29 million in FY24.

j) Biocon Biologics Germany GmbH, Germany

Biocon Biologics Germany GmbH ("BBGG"), is a wholly owned subsidiary of BBUK with effect from March 29, 2023, registered in Frankfurt, Germany. BBGG was set up with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBGG reported the revenues of ₹ 6,584 million and net profit of ₹ 124 million in FY25 against the revenues from inter-company cross charge of ₹ 609 million and net profit of ₹ 9 million in FY24.

k) Biocon Biologics France S.A.S, France

Biocon Biologics France S.A.S ("BBF"), is a wholly owned subsidiary of BBUK, incorporated on April 14, 2023 and registered in Paris, France. BBF was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBF reported the revenues of ₹ 6,728 million and net profit of ₹ 81 million in FY25 against the revenues of ₹ 2,115 million and net profit of ₹ 31 million in FY24.

l) Biocon Biologics Spain S.L.U, Spain

Biocon Biologics Spain S.L.U ("BBS"), is a wholly owned subsidiary of BBUK, incorporated on April 21, 2023 and registered in Barcelona, Spain. BBS was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBS reported the revenues of ₹ 871 million and net profit of ₹ 15 million in FY25 against the revenues of ₹ 204 million and net profit of ₹ 4 million in FY24.

m) Biocon Biologics Switzerland AG, Switzerland

Biocon Biologics Switzerland AG ("BBSA"), is a wholly owned subsidiary of BBUK, incorporated on April 25, 2023 and registered in Zurich, Switzerland. BBSA was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBSA reported the revenues of ₹ 191 million and net profit of ₹ 8 million in FY25 against the revenues of ₹ 56 million and net profit of ₹ 1 million in FY24.

n) Biocon Biologics Belgium BV, Belgium

Biocon Biologics Belgium BV ("BBBV"), is a wholly owned subsidiary of BBUK, incorporated on April 28, 2023 and registered in Kraainem, Belgium. BBBV was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBBV reported the revenue from inter-company cross charge of ₹ 265 million and net profit of ₹ 9 million in FY25 against the revenue from inter-company cross charge of ₹ 76 million and net profit of ₹ 2 million in FY24.

o) Biocon Biologics Finland OY, Finland

Biocon Biologics Finland OY ("BBFOY"), is a wholly owned subsidiary of BBUK, incorporated on May 10, 2023 and registered in Helsinki, Finland. BBFOY was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBFOY reported the revenue from inter-company cross charge of ₹ 88 million and net profit of ₹ 4 million in FY25 against the revenue from inter-company cross charge of ₹ 36 million and net profit of ₹ 1 million in FY24.

p) Biocon Biologics Morocco S.A.R.L.A.U, Morocco

Biocon Biologics Morocco S.A.R.L.A.U ("BBM"), is a wholly owned subsidiary of BBUK, incorporated on July 24, 2023 and registered in Casablanca, Morocco. BBM was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBM reported the revenue from the inter-company cross charge of ₹ 210 million and net profit of ₹ 16 million in FY25 against the revenue from the inter-company cross charge of ₹ 32 million and net profit of ₹ 1 million in FY24.

q) Biocon Biologics Greece SINGLE MEMBER P.C., Greece

Biocon Biologics Greece SINGLE MEMBER P.C. ("BBG"), is a wholly owned subsidiary of BBUK, incorporated on July 27, 2023 and registered in Athens, Greece. BBG was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBG reported the revenues of ₹ 888 million and net profit of ₹ 13 million in FY25 against the revenues of ₹ 230 million and net profit of ₹ 3 million in FY24.

r) Biocon Biologics South Africa (PTY) Ltd, South Africa

Biocon Biologics South Africa (PTY) Ltd. ("BBSA"), is a wholly owned subsidiary of BBUK, incorporated on August 11,

2023 and registered in Gauteng, South Africa. BBSA was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBSA reported the revenue from the inter-company cross charge of ₹ 35 million and net profit of ₹ 2 million in FY25 against the revenue from the inter-company cross charge of ₹ 1 million in FY24.

s) Biocon Biologics (Thailand) Co. Ltd, Thailand

Biocon Biologics (Thailand) Co. Ltd. ("BBT"), is a wholly owned subsidiary of BBUK, incorporated on September 8, 2023 and registered in Bangkok, Thailand. BBT was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBT reported the revenue from the inter-company cross charge of ₹ 32 million and net profit of ₹ 1 million in FY25 against the revenue from the inter-company cross charge of ₹ 1 million and net loss of ₹ 1 million in FY24.

t) Biocon Biologics Philippines, Inc., Philippines

Biocon Biologics Philippines, Inc. ("BBP"), is a wholly owned subsidiary of BBUK, incorporated on October 25, 2023 and registered in Manila, Philippines. BBP was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBP reported the revenue from the inter-company cross charge of ₹ 106 million and net profit of ₹ 4 million in FY25 against the revenue from the inter-company cross charge of ₹ 9 million in FY24.

u) Biocon Biologics Italy S.r.l, Italy

Biocon Biologics Italy S.r.l ("BBIS"), is a wholly owned subsidiary of BBUK, incorporated on December 27, 2023 and registered in Italy. BBIS was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBIS reported the revenue from the inter-company cross charge of ₹ 50 million and net profit of ₹ 2 million in FY25. BBIS did not have any operations during FY24.

v) Biocon Biologics Croatia LLC, Croatia

Biocon Biologics Croatia LLC ("BBC"), is a wholly owned subsidiary of BBUK, incorporated on January 18, 2024 and registered in Zagreb, Croatia. BBC was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products.

BBC reported the revenue from the inter-company cross charge of ₹ 47 million and net profit of ₹ 2 million in FY25. BBC did not have any operations during FY24.

w) Biocon Biologics Global PLC, United Kingdom

During the year under review, BBUK has incorporated Biocon Biologics Global PLC ("BBGP"), as its wholly owned subsidiary on July 19, 2024, registered in London, United Kingdom. BBGP was established with an objective to undertake activities such as commercialisation, sale and distribution etc. related to pharmaceuticals, biopharmaceuticals and biologics products. BBGP has raised USD 800 million by allotment of US dollar denominated Senior Secured Notes (the "Notes"). The Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). Proceeds from the issue of the Notes were utilized by the Group to refinance the existing debt of the group.

BBGP reported the revenues of ₹ 6,338 million and net profit of ₹ 102 million in FY25.

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures, as may be applicable, is provided in Form AOC- 1 in **Annexure – 1** to this

report. The statement also provides the details of performance and the financial positions of each of the subsidiaries.

The Company funds its subsidiaries from time to time, in the ordinary course of business and as per the funding requirements, through equity, loan, guarantee and/or other means to meet working capital requirements.

II) Merger of M/s Biocon Research Limited

Pursuant to consolidating biosimilars business under the Company in India, Biocon Research Limited ("Transferor Company") merged with the Company *vide* order passed by the Hon'ble National Company Law Tribunal, Bengaluru ("NCLT") on February 4, 2020. Pursuant to the conditions of the Scheme of Amalgamation, the merger was effective from February 7, 2020.

During the period under review, the Company has applied for assessment of stamp duty payable on such merger order under the provisions of the Karnataka Stamp Act, 1957 with the District Registrar. The District Registrar has issued an order for payment of stamp duty and the Company has paid the stamp duty to the District Registrar. The Company will apply for the final decree for merger of the Transferor Company into the Company with the NCLT.

7. CAPITAL AND DEBT STRUCTURE

I. Capital

There has been no change in the equity and preference share capital of the Company including no new allotments were made, during the Financial Year 2024-25. The share capital of the Company as on March 31, 2025, is as follows:

Particulars	No. of shares	Nominal value per share	Amount (in ₹ million)
Authorised Share Capital			
Equity	2,50,00,00,000	10	25,000
Preference	1,00,00,00,000	10	10,000
Total	3,50,00,00,000	10	35,000
Paid-up Share Capital			
Equity	1,32,17,24,958	10	13,217
Preference			
- Non-Convertible Redeemable Preference Shares	20,54,20,000	10	2,054
- Compulsorily Convertible Preference Shares	23,11,63,944	10	2,311
Total	1,75,83,08,902	10	17,583

II. Debt

During the year under review, the debt structure of the Company changed upon allotment of Unlisted, Unrated, Unsecured, Redeemable Optionally Convertible Debentures ("OCDs") on a preferential basis by way of private placement to Biocon Limited, the details of which are given below:

Date of Allotment	No. of OCDs allotted	Nominal Value (in ₹)	Total Amount (in ₹ million)
May 30, 2024	1,25,00,000	500	6,250
December 18, 2024	1,13,00,000	500	5,650

The debt structure of the Company as on March 31, 2025, is as follows:

Type of Debt Security	No. of Instruments	Nominal Value per Instruments	Total Amount (in ₹ million)
Unlisted Unsecured Redeemable Optionally Convertible Debentures	1,125	1,00,00,000	11,250
Unlisted Unrated Unsecured Redeemable Optionally Convertible Debentures	1,78,10,073	280.74*	5,000
Series A Unsecured Unrated Unlisted Compulsorily Convertible Debenture	50,75,871	280.74*	1,425

Type of Debt Security	No. of Instruments	Nominal Value per Instruments	Total Amount (in ₹ million)
Series B Unsecured Unrated Unlisted Compulsorily Convertible Debenture	2,67,151	280.74*	75
Series C Unsecured Unrated Unlisted Compulsorily Convertible Debenture	50,75,871	280.74*	1,425
Series D Unsecured Unrated Unlisted Compulsorily Convertible Debenture	2,67,151	280.74*	75
Unlisted, Unrated, Unsecured, Redeemable Optionally Convertible Debentures	1,25,00,000	500	6,250
Unlisted, Unrated, Unsecured, Redeemable Optionally Convertible Debentures	1,13,00,000	500	5,650

*This includes premium of ₹ 270.74.

8. CREDIT RATING OF SECURITIES

During the year under review, Credit Rating Information Services of India Limited (CRISIL) vide its letter dated November 26, 2024, has reaffirmed its 'CRISIL AA+/ Stable' (pronounced as CRISIL double A plus rating with Stable outlook) on ₹700 crores Bank loan facilities.

9. CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company believes in adopting best practices of corporate governance. Corporate governance principles are enshrined in the spirit of BBL, which form the core values of BBL. These guiding principles are also articulated through the Company's code of conduct, Corporate Governance Guidelines, charter of various Board Committees and through various policies. The Board and Management processes, audits and internal control systems reflect the corporate governance framework principles.

Corporate governance in BBL is a reflection of the value system. Integrity and transparency are key to the corporate governance practices and performance and ensure that the Company gain and retain the trust of its stakeholders at all times.

The Company has been a leader in adopting internationally-recognized corporate governance guidelines and has set the highest standards in abiding by them.

The Company has voluntarily opted to provide a Corporate Governance Report to its Shareholders for the Financial Year 2024-25.

Also, the Company has opted to provide Management Discussion and Analysis Report to its Shareholders for the Financial Year 2024-25.

The Corporate Governance Report is annexed and forms part of this Report. A detailed report on Management Discussion and Analysis also forms part of this Report and also covers the consolidated operations reflecting the global nature of our business.

10. EMPLOYEE STOCK OPTION PLAN (ESOP)

A. Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan ("BBL RSU LTI Plan") FY 2022-24

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors had, at their meeting held on July 21, 2021, introduced the "Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24" (hereinafter referred to as "the Plan") designed

to drive performance towards achieving the Board approved strategy plan for the FY 2022-24.

The Plan covers key employees who, by virtue of the roles they play, influences the accomplishment of the strategy plan.

The Plan is implemented through Biocon Biologics Employees Welfare Trust ("the Trust") wherein the Company would issue shares to the Trust by way of fresh allotment over a period of time. The Trust may acquire shares by way of fresh allotment from the Company or through secondary market acquisition, once the Company is listed on stock exchanges, such number of shares of the Company, as may be required, in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended and applicable from time to time and such subscription or purchase may, inter alia, be financed by a loan given by the Company, provided the loan is obtained in compliance with the requirements of the Companies Act, 2013 read with the Companies (Share Capital and Debenture) Rules, 2014, as amended.

The Plan is administered by NRC of the Company and/or through the Trust.

The maximum number of Restricted Stock Units ("RSUs") issued pursuant to this Plan would not exceed 7,134,885 (Seven million One Hundred Thirty Four Thousand Eight Hundred Eighty Five) which would upon exercise be convertible into 7,134,885 (Seven million One Hundred Thirty Four Thousand Eight Hundred Eighty Five) equity shares of the Company.

Based on the recommendation of the NRC, the Board of Directors had, at their meeting held on February 27, 2022, approved amendment to the Plan to extend the benefits of this Plan to employees of Holding Company or its Affiliates providing services to any Group Company. The said alteration was approved by the Shareholders by way of Special Resolution in the 6th Annual General Meeting.

The Board of Directors on December 17, 2022, allotted for consideration in cash 12,85,714 equity shares of face value of ₹10/- (Indian Rupees Ten only) each aggregating to ₹1,28,57,140/- (Indian Rupees One Crore Twenty Eight Lakhs Fifty Seven Thousand One Hundred and Forty only) to the Trust for subsequent transfer to identified employees, who exercise the Long Term Incentive Restricted Stock Units ("LTI RSUs") that vested in them on July 31, 2022.

Based on the recommendation of the NRC, the Board of Directors had, at their meeting held on May 22, 2023, approved to amend the vesting and exercise conditions in the Plan that are not prejudicial to the interests of the employees.

Further, based on the recommendation of the NRC, the Board of Directors had, at their meeting held on November 7, 2023, approved to extend the last grant date under the Plan from October 31, 2023 to March 31, 2024, and vesting schedule thereto, for granting LTI RSUs to the employees involved in Strategic Projects.

The applicable disclosures as stipulated under sub rule 9 of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 as on March 31, 2025 are appended herewith as **Annexure 2** to the Board's Report. The details of the BBL RSU LTI Plan forms part of the notes to accounts of the Financial Statements.

B. Biocon Biologics RSU Plan 2023 ("BBL RSU Plan 2023")

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors on February 22, 2023, approved the "Biocon Biologics RSU Plan 2023" ("BBL RSU Plan 2023") administered through the Biocon Limited Employees Welfare Trust ("the Trust") under the instructions and direct superintendence of the NRC of the Company for the benefit of eligible permanent employees ("Identified employees") at such price in one or more tranches as determined by the Board in accordance with applicable laws, and as per the terms of the BBL RSU Plan 2023 and to provide for the grant and subsequent vesting and exercise of RSUs by Identified Employees in the manner and method as contained in the BBL RSU Plan 2023.

Based on the recommendation received from NRC, the Board of Directors have further extended the benefit of the plan to the Identified Employees of present and future subsidiary company(ies) / step-down subsidiaries of the Company on the terms of the BBL RSU Plan 2023.

The BBL RSU Plan 2023, was subsequently approved by the Shareholders at their 20th Extra-Ordinary General Meeting held on February 24, 2023.

The applicable disclosures as stipulated under sub rule 9 of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 as on March 31, 2025 are appended herewith as **Annexure 2** to the Board's Report. The details of the BBL RSU Plan 2023 forms part of the notes to accounts of the Financial Statements.

C. Biocon Biologics Limited Restricted Stock Units ('RSU') and Performance Stock Units ('PSU') Long Term Incentive FY 2025-29 Plan ("BBL RSU PSU LTI Plan")

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors at their meeting held on February 06, 2024 and the Shareholders at its meeting held on April 23, 2024, respectively, introduced the "Biocon Biologics Limited Restricted Stock Units and Performance Stock Units Long Term Incentive FY 2025-29 Plan (hereinafter referred to as "the Plan") designed to drive performance towards achieving the Board approved strategy plan.

As the Company has transformed into a global organization, the Plan is designed to drive performance towards achieving common goals and delivering on key initiatives measured through revenue and profits, Shareholders value creation and key milestones. The Plan is designed for critical and leadership roles pivotal for driving performance. The Plan is linked to the Boards' approved strategy plan for biosimilars business and to motivate the identified Employees to drive performance towards achieving common goals and delivering on key initiatives in alignment with the approved strategy plan for biosimilars business.

The Plan is implemented through Biocon Biologics Employees Welfare Trust ('the Trust') wherein the Company would issue shares to the Trust by way of fresh allotment over a period of time. The Trust may acquire shares by way of fresh allotment from the Company or through secondary market acquisition, once the Company is listed on stock exchanges, such number of shares of the Company, as may be required, in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended and applicable from time to time and such subscription or purchase may, *inter alia*, be financed by a loan given by the Company, provided the loan is obtained in compliance with the requirements of the Companies Act, 2013 read with the Companies (Share Capital and Debenture) Rules, 2014, as amended.

The Plan is administered by the NRC of the Company or through the Trust.

The maximum number of "RSUs" and "PSUs" issued pursuant to this Plan would not exceed 31,928,529 (Thirty One million Nine Hundred Twenty Eight Thousand Five Hundred Twenty Nine) which would upon exercise be convertible into 31,928,529 (Thirty One million Nine Hundred Twenty Eight Thousand Five Hundred Twenty Nine) equity shares of the Company.

The applicable disclosures as stipulated under sub rule 9 of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 as on March 31, 2025 are appended herewith as **Annexure 2** to the Board's Report. The details of the BBL RSU PSU LTI Plan forms part of the notes to accounts of the Financial Statements.

11. INVESTOR EDUCATION AND PROTECTION FUND

There were no amounts required to be deposited into the Investor Education and Protection Fund during the Financial Year 2024-25.

12. MANAGEMENT

A. Directors and Key Managerial Personnel

The Company's Board consists of global leaders and visionaries who provide strategic direction and guidance to the Company. As on March 31, 2025, the Board comprised of 9 (Nine) Directors including 2 (Two) Women Directors. The Board has an appropriate mix of Executive Directors, Non-Executive Non-Independent Directors and Independent Directors.

I. Change in Board composition of the Company during the Financial Year 2024-25

A. Appointments/ Re-appointments

a) **Kiran Mazumdar-Shaw, re-appointed as an Executive Director and Executive Chairperson**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 06, 2024 had re-appointed Kiran Mazumdar-Shaw (DIN: 00347229) as an Executive Director and Executive Chairperson of the Company, for 5 (five) years effective from April 1, 2024.

Further, the Shareholders at their meeting held on April 23, 2024 approved the said re-appointment of Kiran Mazumdar-Shaw.

b) **Nicholas Robert Haggar, appointed as an Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 06, 2024 had appointed Nicholas Robert Haggar (DIN: 08518863) as an Additional Director (Non-Executive and Independent) of the Company with immediate effect till the date of ensuing Annual General Meeting "AGM".

Further, the Shareholders at their meeting held on April 23, 2024 approved the appointment of Nicholas Robert Haggar as an Independent Director of the Company with effect from February 06, 2024 till the conclusion of AGM of the Company to be held in the year 2027.

c) **Retire by rotation**

At the 8th Annual General Meeting ("AGM") of the Company held on July 26, 2024, the Shareholders approved the re-appointment of Thomas Jason Roberts (DIN: 09337723) as a Non-Executive Non-Independent Director, liable to retire by rotation.

As per the provisions of Section 152(6) of Companies Act, 2013 and Articles of Association of the Company, Kiran Mazumdar-Shaw (DIN: 00347229), Executive Director and Executive Chairperson, is liable to retire by rotation at the ensuing 9th (Ninth) AGM and being eligible, offers herself for re-appointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at their meeting held on May 06, 2025, had recommended her re-appointment to the Shareholders of the Company and separate resolution shall be placed before the Shareholders for their approval at the ensuing AGM.

B. Step down/ Completion of tenure

a) **John Russell Fotheringham Walls, retired as an Independent Director**

John Russell Fotheringham Walls retired as an Independent Director of the Company with effect from June 7, 2024, after completion of his second term of directorship which was from June 8, 2021 to June 7,

2024. The Board of Directors at their meeting held on May 14, 2024 noted such retirement.

The Board of Directors placed on record their sense of deep appreciation for the services rendered by John Russell Fotheringham Walls to the Company.

b) **Nicholas Robert Haggar, stepped down as an Independent Director**

Nicholas Robert Haggar stepped down as an Independent Director of the Company due to his other professional commitments, with effect from close of business hours on January 28, 2025. The Board of Directors at their meeting held on January 28, 2025 noted the same.

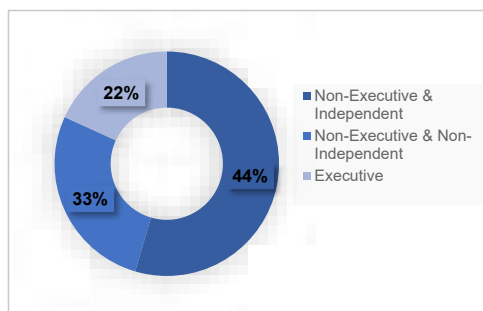
The Board acknowledged the valuable contribution by Nicholas Robert Haggar, while he served as an Independent Director of the Company and expressed their appreciation.

II. Appointment of Independent Director on the Board of material subsidiaries

In compliance with the provisions of Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of Biocon Limited, the listed parent entity of the Company had appointed its Independent director Bobby Kanubhai Parikh (DIN: 00019437) on the Board of its material subsidiaries i.e. Biocon Biologics UK Limited, Biosimilars Newco Limited and Biosimilar Collaborations Ireland Limited.

As on the date of this report, the Board of Directors of the Company are:

Name	DIN	Designation
Kiran Mazumdar-Shaw	00347229	Executive Chairperson
Shreehas Pradeep Tambe	09796480	CEO and Managing Director
Rajiv Malik	00120557	Non-Executive Non-Independent Director and Nominee of Mylan Inc.
Dr. Arun Suresh Chandavarkar	01596180	Non-Executive Non-Independent Director
Thomas Jason Roberts	09337723	Non-Executive Non-Independent Director
Bobby Kanubhai Parikh	00019437	Independent Director
Peter Baron Piot	09015343	Independent Director
Daniel Mark Bradbury	06599933	Independent Director
Nivruti Rai	01353079	Independent Director



III. Key Managerial Personnel appointed/ceased during the Financial Year 2024-25:

a) Deepika Srivastava, resigned as a Company Secretary and Key Managerial Personnel

Deepika Srivastava resigned as a Company Secretary and Key Managerial Personnel of the Company, with effect from the close of business hours on July 31, 2024. The Board of Directors at their meeting held on August 06, 2024 noted such resignation.

The Board acknowledged the valuable contribution by Deepika Srivastava, while she served as a Company Secretary and Key Managerial Personnel of the Company and expressed their appreciation.

b) Akhilesh Nand, appointed as Company Secretary and Key Managerial Personnel

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 06, 2024, appointed Akhilesh Nand as the Company Secretary and Key Managerial Personnel of the Company, with effect from August 06, 2024.

As on the date of this report, the Key Managerial Personnel ("KMP") of the Company are:

Name	Designation
Kiran Mazumdar-Shaw	Executive Chairperson
Shreehas Pradeep Tambe	CEO and Managing Director
Kedar Upadhye	Chief Financial Officer
Akhilesh Nand	Company Secretary

IV. Declaration by Independent Directors

The Company has received necessary declarations from each of its Independent Directors i.e. from Bobby Kanubhai Parikh, Peter Baron Piot, Daniel Mark Bradbury and Nivruti Rai, under Section 149(7) of the Companies Act, 2013 ("the Act") confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act. The Independent Directors also confirmed that they have complied with Schedule IV – Code for Independent Directors of the Act and the Group's Code of Conduct. The Board of Directors have taken on record such declarations after due assessment of legitimacy.

They have further confirmed that they are not aware of any circumstance or situation which exists or may be

reasonably anticipated that could impair or impact their ability to discharge their duties.

Further, the Independent Directors have also submitted their declaration in compliance with provisions of Rule 6(3) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, which mandated the inclusion of an Independent Director's name in the data bank of Indian Institute of Corporate Affairs ("IICA").

Nivruti Rai and Peter Baron Piot, Independent Directors, have passed the Online Proficiency Self- Assessment Test conducted by IICA pursuant to the provisions of Rule 6(4) of the Companies (Appointment and Qualifications of Directors) Rules, 2014. Further, Bobby Kanubhai Parikh and Daniel Mark Bradbury, Independent Directors, are exempted from the requirement of taking the Online Proficiency Self- Assessment Test pursuant to the exemption provided under Rule 6(4)(A) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

V. Opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors

Based on performance evaluation of the Independent Directors of the Company conducted for the FY 2024-25, the Board is of the view that they have requisite integrity, expertise, proficiency and experience to carry out their duties with respect to the Company.

VI. None of the Directors of the Company are disqualified as per the provisions of Section 164(1) and (2) of the Companies Act, 2013. The Directors have made necessary disclosures, as required under various provisions of the Companies Act, 2013.

VII. During the year under review, the Non-Executive Directors of the Company had no pecuniary relationships or transactions with the Company which has potential conflict of interest with the organization at large other than sitting fees, commission and reimbursement of expenses incurred by them for purposes of attending Board and Committee meetings of the Company.

B. Board of Directors and their Meetings

The meetings of the Board of Directors were scheduled at regular intervals to discuss and decide on the matters of business performance, policies, strategies, compliances, other matters of significance and strategy apart from other Board business. The Board exhibits strong operational oversight with regular presentations in their quarterly meetings. The schedule of the meetings is circulated in advance, to ensure proper planning and effective participation. In certain exigencies, decisions of the Board are also accorded through circulation.

During the Financial Year 2024-25, the Board met 8 (Eight) times on April 24, 2024; May 14, 2024; June 29, 2024; August 06, 2024; August 20, 2024; October 29, 2024; December 13, 2024 and January 28, 2025. The necessary quorum was present for all the meetings. The maximum interval between any 2 (two) meetings did not exceed 120 (One Hundred Twenty) days, as prescribed

in the Companies Act, 2013. Details of all the Board meetings i.e., meetings held during the year under review and attendance thereto are provided in the Report on Corporate Governance.

C. Separate Meeting of Independent Directors

In terms of requirements under Schedule IV – Code of Independent Directors, of the Companies Act, 2013, 4 (four) separate meetings of the Independent Directors were held during FY 2024-25. Further details are provided in the Report on Corporate Governance.

D. Committees of the Board

The Company has 4 (four) Board Committees as on March 31, 2025:

- I. Audit Committee
- II. Nomination and Remuneration Committee
- III. Corporate Social Responsibility and Environmental, Social and Governance Committee
- IV. Risk Management Committee

All the recommendations made by the Board Committees, were accepted by the Board.

Details of all the Committees along with their terms of reference, composition, meetings held during the year under review and attendance thereto are provided in the Report on Corporate Governance.

13. COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION INCLUDING KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

The policy on Appointment and Remuneration of Directors, Key Management Personnel and other Employees provides an underlying basis and guidance for human resource management, thereby aligning plans for strategic growth of the Company.

The Company's current policy on "Appointment and Remuneration of Directors, Key Managerial Personnel and other Employees" is to have an appropriate mix of Executive, Non-Executive Non-Independent and Independent Directors, to maintain the independence on the Board and separate its functions of governance and management.

As on March 31, 2025, the Board consists of 9 (Nine) Directors. The Board comprises of a Woman Executive Chairperson, CEO & Managing Director, 4 (Four) Independent Directors including 1 (One) Woman Independent Director and 3 (three) Non-Executive Non-Independent Directors. The Board periodically evaluates the need for change in its composition and size.

The policy of the Company on "Appointment and Remuneration of Directors, Key Managerial Personnel and other Employees", including criteria for determining qualifications, positive attributes, independence of a Director and other matters, as required under Section 178(3) of the Companies Act, 2013, is formulated by the Nomination and Remuneration Committee. The said policy is available on the website of the Company <https://www.bioconbiologics.com/docs/Policy-on-appointment-and-rem-of-directors-KMP-and-other-employees.pdf>

We affirm that the remuneration paid to Directors, Key Managerial Personnel and other Employees is in accordance with the above policy of the Company.

14. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS

Pursuant to the provisions of Section 134(3)(p) and 178 of the Companies Act, 2013, the annual performance evaluation of the Board, its Committees and Individual Directors was conducted for FY 2024-25 in order to ensure that the Board, its Committees and Individual Directors are functioning effectively and demonstrating good governance.

M/s Egon Zehnder, a leadership advisory firm on Board matters carried out the annual performance evaluation of the Board, its Committees and the Directors individually (excluding the Nomination and Remuneration Committee which was evaluated by the Board of Directors) for FY 2024-25. The evaluation process focused on Board dynamics and other aspects.

M/s Egon Zehnder followed methodology and evaluation criteria which are measured and analysed during the performance evaluation process, which was in line with the criteria and framework approved by the Nomination and Remuneration Committee at their meeting held on October 28, 2024.

A detailed disclosure on the parameters, the process of Board evaluation, outcome of Board evaluation and the Board skill matrix approved by the Board, has been provided in the Report on Corporate Governance. A detailed presentation on the outcome of the aforementioned evaluation exercises was delivered at the meeting of Nomination and Remuneration Committee and Board of Directors held on May 06, 2025, respectively and it was also discussed by Independent Directors at their separate meeting held on May 06, 2025.

15. REMUNERATION RECEIVED BY EXECUTIVE DIRECTORS FROM HOLDING OR SUBSIDIARY COMPANY

Kiran Mazumdar-Shaw, Executive Chairperson received ₹ 4,22,78,773 in FY 2024-25 from Biocon Limited, holding company of the Company in her capacity as an Executive Chairperson at such Company as well. She did not receive any commission or remuneration from its subsidiary Company(ies).

During the year under review, Shreehas Pradeep Tambe, CEO and Managing Director of the Company, did not receive any commission or remuneration from its holding Company or subsidiary Company(ies).

16. AUDITORS AND THEIR REPORTS

A. STATUTORY AUDITORS

Based on recommendation of the Board of Directors, the Shareholders of the Company at the 6th (Sixth) Annual General Meeting held on July 26, 2022, approved re-appointment of M/s BSR and Co. LLP Chartered Accountants (ICAI Registration No. 101248W/W-100022) as the Statutory Auditors of the Company for the second and final term of 5 (five) consecutive years, upto the conclusion of the 11th (eleventh) Annual General Meeting to be held in the year 2027.

The Auditors' Report on the Financial Statements of the Company for the Financial Year ended March 31, 2025 is unqualified i.e., it does not contain any qualification, reservation or adverse remark or disclaimer.

Further, there was no fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013 for the Financial Year under review.

The Auditors' Report is enclosed with the Financial Statements for FY 2024-25.

B. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Board of Directors at their meeting held on May 14, 2024, approved the appointment of M/s V. Sreedharan and Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for the Financial Year 2024-25.

In compliance with Section 204(1) of Companies Act, 2013 read with applicable rules made thereunder, the Secretarial Audit Report issued by M/s V. Sreedharan and Associates for the Financial Year 2024-25 in Form MR-3 is appended herewith as **Annexure 3**. There were no adverse comments/ observations or reservations made by the Secretarial Auditors for the Financial Year 2024-25 in the report issued by them.

Based on the consent received from M/s V. Sreedharan & Associates, the Board of Directors at their meeting held on May 6, 2025, appointed M/s V. Sreedharan & Associates, Company Secretaries, as the Secretarial Auditors of the Company for the Financial Year 2025-26. They have confirmed their eligibility for the re-appointment.

C. INTERNAL AUDITORS

Our Corporate Internal audit team is an independent assurance and advisory function, responsible for evaluating and improving the effectiveness of risk management, control and governance processes. The internal audit team helps to enhance and protect organizational value by providing risk-based objective assurance, advice and insight. The internal audit team prepares annual audit plans covering all the key processes based on risk assessment and conducts extensive reviews covering financial, operational and compliance controls.

The Company has adopted a co-source model of Internal Audits where the audits are shared between internal In-house Corporate Audit team and Ernst and Young LLP ('EY') to execute it as per the approved internal audit plan. In addition, areas requiring specialized knowledge are reviewed in partnership with external experts or by recruiting resources with specialized skills.

Based on recommendation of the Audit Committee, the Board of Directors, at their meeting held on October 29, 2024, approved the re-appointment of EY, Chartered Accountants as the Internal Auditors of the Company for a period of 6 (six) months with effect from October 1, 2024 till March 31, 2025. Further, the Board at its meeting held on May 6, 2025, approved the re-appointment of EY for another period of 6 (six) months with effect from April 1, 2025 till September 30, 2025.

The Internal Auditors present their report to the Audit Committee on a quarterly basis which is discussed upon and necessary actions are taken by the management of the Company wherever required.

Suggested improvements in processes are identified during reviews and communicated to the management on an ongoing basis. Internal audit team tracks implementation of recommendations coming out of internal audit report on ongoing basis. The Audit Committee of the Board monitors the performance of the internal audit team on a periodic basis through review of audit plans, audit findings and speed of issue resolution through follow ups.

D. COST AUDITORS

Pursuant to Rule 8(5)(ix) of the Companies (Accounts) Rules, 2014, the Cost Records of the Company are maintained in accordance with the provisions of Section 148(1) of the Companies Act, 2013 (**"the Act"**) as specified by the Central Government.

The Cost Audit Report for Financial Year ended March 31, 2024, was submitted by M/s Rao, Murthy and Associates, Cost Accountants (Firm Registration Number 000065), Cost Auditors of the Company to the Board of Directors, which was approved by the Board of Directors at their meeting held on August 6, 2024. The Cost Auditors issued an unqualified cost audit report for FY 2023-24 which was filed with the Central Government within the prescribed time.

M/s Rao, Murthy and Associates were re-appointed as the Cost Auditors of the Company for FY 2024-25 by the Board of Directors on May 14, 2024. The remuneration to the Cost Auditors of ₹ 0.35 million per annum for the FY 2024- 25 which was approved at the 8th (eighth) Annual General Meeting of the Company held on July 26, 2024.

The Cost Auditors would place their report for FY 2024-25 before the Board of Directors on or before the due date. The Board's Report for FY 2025-26 shall cover the same.

Based on the recommendation of the Audit Committee, the Board of Directors at their meeting held on May 6, 2025, re-appointed M/s Rao, Murthy and Associates, Cost Accountants (Firm Registration Number 000065), as the Cost Auditors of the Company for the Financial Year 2025-26. They have further confirmed their independent status and an arm's length relationship with the Company.

The Cost Auditors have confirmed that their appointment is within the limits of Section 141(3) (g) of the Act and have also certified that they are free from any disqualifications specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, since the remuneration payable to the Cost Auditor is required to be ratified by the Shareholders, the Board recommended the same for approval by Shareholders at the ensuing 9th (ninth) Annual General Meeting.

17. REPORTING OF FRAUDS BY AUDITORS

During the year under review, no fraud was reported by the Statutory Auditors or Secretarial Auditors or Cost Auditors, to the Audit Committee, as required under Section 143(12) of the Companies Act, 2013.

18. INTERNAL FINANCIAL CONTROLS

The Company has laid down certain guidelines, processes and structures, which enable implementation of appropriate internal financial controls across the organization. Such internal financial controls encompass policies and procedures adopted by the Company for ensuring orderly and efficient conduct of business, including adherence to its policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information. These include control processes, both on manual and IT applications, including the ERP applications wherein the transactions are approved and recorded. Appropriate review and control mechanisms are built in place to ensure that such control systems are adequate and are operating effectively. Effectiveness of internal financial controls is ensured through management reviews, controlled self-assessment and independent testing by the internal audit team.

Because of the inherent limitations of internal financial controls, including the possibility of collusion or improper management override of controls, material mis-statements in financial reporting due to error or fraud may occur and not be detected. Also, evaluation of the internal financial controls are subject to the risk that the internal financial control may become inadequate because of changes in conditions, or that the compliance with policies or procedures may deteriorate.

The Company has, in all material respects, an adequate internal financial controls system and such internal financial controls were operating effectively based on the internal control criteria established by the Company considering the essential components of internal control stated in the guidance note on audit of internal control over financial reporting issued by the Institute of Chartered Accountants of India.

19. DETAILS OF DEPOSITS

During the year under review, the Company has not accepted any deposits from the public and no amount of principal and interest were outstanding as on March 31, 2025.

20. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 forms part of the notes to the Standalone Financial Statements.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1)

There were no materially significant related party transactions entered into between the Company and its related parties, except for those disclosed in the Financial Statements.

All related party transactions and subsequent modifications are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for related party transactions which are of repetitive nature and/ or entered in the ordinary course of business and are at arm's length. All the contracts/arrangements/transactions entered by the Company with the related parties during FY 2024-25 were in the ordinary course of business, on arm's length basis and in accordance with the Policy on Related Party Transactions of the Company.

Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 along with the justification for entering into such a contract or arrangement in Form AOC-2 does not form part of this report.

The Company formulated the policy on 'Materiality of Related Party transactions and on dealing with Related Party Transactions' and which is available on the website of the Company <https://www.bioconbiologics.com/docs/Policy-on-Related-Party-Transactions.pdf>. There were changes in policy as on the date of this report. Even if changes were proposed, it should be mentioned intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and related parties. The details of related party disclosures forms part of the notes to the Financial Statements provided in the Annual Report.

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

The particulars as prescribed under sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, are appended herewith as **Annexure 4** to the Board's Report.

23. CORPORATE SOCIAL RESPONSIBILITY ("CSR")

CSR has been an integral part of our business since its inception. The Company conducts its CSR efforts through Biocon Foundation, Biocon Academy and collaborations with like-minded private organizations and the Government. In the year under consideration, the CSR programs of the Company were focused on providing financial assistance for sustainable urban public transport system and promoting healthcare.

CSR has been a core principle at our company since its founding. We translate this commitment through the Biocon Foundation, Biocon Academy, and strategic partnerships with NGOs, private organizations and the Government. This year, our CSR focus areas included sustainable urban public transport systems, promoting access to quality healthcare through initiatives like oral cancer surveillance, and actively participating in environmental sustainability programs like lake rejuvenation and resource management. We have also sanctioned grant-in-aid for specific social welfare initiatives. Through this comprehensive approach, we aim to contribute to a more equitable and sustainable future.

A. Promoting Healthcare

i. Oral Cancer Surveillance Program

Since 2014, the Oral Cancer Surveillance Program has been pivotal in addressing oral cancer burden through

community-driven screening, capacity building, and AI-enabled diagnostics. Operating across specific sites in seven states, over a decade, the program has screened over 94,000 individuals, with 9,795 screened in FY-2025 alone. Trained frontline health workers utilize a Biocon-developed mHealth app to capture and share lesion images with remote specialists, facilitating early detection and timely intervention.

The integration of AI, in collaboration with the Indian Institute of Science, has significantly improved diagnostic accuracy. High-risk individuals receive free biopsies and tobacco cessation counseling. The program's impact is further amplified through strategic partnerships with leading hospitals, academic institutions, and NGOs.

The Oral Cancer Task Force (OCTF) drives evidence-based treatment through nationally recognized clinical guidelines, while ongoing research, including a longitudinal study in Varanasi, strengthens understanding of oral potentially malignant disorders (OPMDs).

With detection of over 1,286 lesion-positive cases and 1,486 treated dental issues in FY-2025, the initiative underscores scalable, tech-driven solutions in public health. The program's success positions it as a model for policy integration and nationwide replication.

B. Promoting Education

i. Post-Graduate Medical School and Hospital at IISc

Enhancing healthcare access, promoting innovation, and advancing medical research have consistently been core focus at Biocon Biologics, and closely aligned with its vision. The financial support for the construction of IISc PG Medical School has been a significant milestone in this direction. The construction of the 147-bed Biocon-Syngene General Medicine Block has reached most of its construction milestones and is expected to be inaugurated in the year 2025. The medical school is also taking the lead in cross-disciplinary research training, featuring dual degree MD-PhD (MS-PhD) programs to cultivate a new generation of physician-scientists in India.

ii. Biocon Chair

Strengthening the biosciences ecosystem is a mission that is central to the values of Biocon Biologics. To advance this mission further, Biocon Foundation extended its memorandum of understanding and continued support to the Institute of Bioinformatics and Applied Biotechnology (IBAB), an autonomous institute by the Department of IT, BT and ST, Government of Karnataka, to sponsor a faculty position known as the Biocon Chair. The Chair drives high quality training and research in biological sciences. The institute is renowned for its novel postgraduate and doctoral research programmes.

C. Environmental Sustainability

i. Biocon-Hebbagodi Metro Station, Bengaluru

Namma Metro Yellow Line is set to begin commercial operations by mid-2025. The postponed delivery of rolling stock has been the primary reason for the hold-up in commissioning of the Yellow Line. The project has reached its final stage and will soon be opened to the public, marking a significant transformation and expansion in Bengaluru's metro rail network. Strategically placed on the Yellow Line, the Biocon-Hebbagodi Metro Station will boost the last-mile connectivity for workers and businesses and augment local village economies in and around Anekal. A facade painting at the metro station celebrates the endless opportunities that this new city lifeline will bring to all levels of society. A bus stop being built beneath the station aims to enhance road and rail connectivity, improving the overall efficiency of public transport.

On the other hand, painting of all the 53 pier walls and development of 37 median gardens between Biocon-Hebbagodi & Huskur Gate metro stations have been accomplished. The maintenance work of medians is under way. The pier walls paintings are a distinctive public art project inspired by Channapatna craft and created to honor everyday heroes of Bengaluru. These murals have captured the public's imagination and received extensive media coverage.

ii. Lake Rejuvenation Program

Rapid urbanization and population expansion have taken a heavy toll on Karnataka's natural water bodies, leading to their deterioration. In urban Bangalore alone, nearly 90% of lakes are considered polluted or have lost their original ecological function due to unchecked urban sprawl and poor waste management systems.

As part of its commitment to environmental sustainability, Biocon Biologics has continued its efforts to address urban lake rejuvenation. The Yarandahalli Lake restoration project, undertaken previously included de-weeding, desilting, bund creation and clearing its inlets and outlets. The insights gained from previous lake restoration efforts played a pivotal role in shaping next steps for this project. A collaborative framework involving various stakeholders—including government authorities and the local gram panchayat—were essential in planning and executing the rejuvenation activities. A technical consultancy was engaged to carry out a flow analysis and survey of the lake for Phase II of the project. The updated plan, incorporating feedback from stakeholders, now includes perimeter upkeep, bund reinforcement, and the conditioning of the lake's inlets and outlets. With rapid urban growth and an increasing disconnect from natural ecosystems, it is vital to approach lake rejuvenation through multiple lenses. While ecological restoration remains the primary objective, it is equally important to reimagine the role of urban blue spaces in fostering sustainable, resilient, and liveable cities.

D. Biocon Academy

i. Skill Gap

Biocon Academy, a Centre of Excellence for 'Advanced Learning in Applied Biosciences' with a vision to transform the raw talent in India into skillful industry professionals and bridge the gap between the industry and academia. This skill development objective is achieved by offering short-term certificate programs based on imparting industrial trainings. Within a span of 10 years, it has trained more than 1200+ students in the life sciences sector and successfully placed them across 87+ Pharma/Biopharma and related service organisations in the industries pan India.

With an aim to offer the best skill development training and enable our students to gear up to the industry's skill requirement, Biocon Academy, have adapted a unique four-pillar training model as given below:

- Application-Oriented Industry Training provided by its educational partners (Keck Graduate Institute (KGI), California, BITS Pilani, MS Ramaiah, JSS AHER, etc)
- Live-Experiential Learning provided by Subject Matter Experts (SME) of Biocon/Syngene in their state-of-the-art industrial facilities covering R&D, Manufacturing, QC, QA, QC Microbiology, and National/International Regulatory Affairs.
- Hands-on Experience in lab & pilot scale fermentation, molecular biotechnology techniques for recombinant antibody development, characterization, and clinical trial projects in collaboration with its training partners Thermo Fisher Scientific, BIOZEEN, JSS Hospital, Merck and Sartorius.
- Campus-to-Corporate Professional Skill Development Program provided by corporate and in-house trainers to make students industry-ready.

ii. Biocon Academy Programs:

- Biocon KGI Certificate Program in Biosciences
- BITS Biocon Certificate Program in Applied Industrial Microbiology
- Biocon Ramaiah Certificate Program in Quality Control Analytical
- Biocon Academy Faculty Development Program
- Biocon JSS AHER Certificate Program in Global Regulatory Affairs
- Syngene Ramaiah Certificate Program in Sterile Manufacturing

iii. Women Participation

Aligning with this year's theme of Accelerating Reach, Biocon Academy is continuing to put efforts into mainstreaming women and supporting them to start industry careers. This year, our efforts resulted in 113 female candidates (73% of total candidates trained) getting trained, and all of them successfully starting industry careers.

These female students are actively engaged in various departments, including Production, Quality Control, Research & Development (R&D), Quality Control Microbiology, Quality Assurance, and Regulatory Affairs. Furthermore, our esteemed female alumni have excelled in securing positions at renowned biotech firms such as Dr. Reddy's, Biocon, Biocon Biologics, Intas, Baxter, and IQVIA, underscoring their invaluable contributions to the advancement and success of the industry.

iv. Subject Matter Experts Contribution

In its pursuit of experiential learning, functional visits play a pivotal role in enabling students to observe theoretical concepts in action. Biocon Academy is grateful for the participation of Subject Matter Experts (SMEs) from Biocon, Biocon Biologics, and Syngene, as they provide invaluable insights and practical exposure to their students.

v. Faculty Development Program

Biocon Academy introduces Faculty Development Program (FDP), a first-of-its-kind initiative to empower Biotech Faculty from various educational institutes by helping them upgrade their knowledge of emerging industry-specific technologies.

As of now, Biocon Academy have completed 5 batches of the FDP program and trained nearly 120 faculties, including participants from Malaysia and Oman. They have also had participation from faculties representing major states and colleges across the country.

vi. Key Highlights and Milestones during FY 2024-25

Biocon Academy successfully completed 10 years of our skill development initiatives this year which also marked 10 years of our partnership with Keck Graduate Institute, California – a symbol of global academic collaboration. Since its inception, we have trained over 1,200 students & successfully placed them in 80+ Industries, thereby creating a robust talent pipeline for Life Sciences and Pharma sector.

Status of Programs completed so far

- 27 batches of "Biocon KGI Certificate Program in Biosciences"
- 11 batches of "BITS Biocon Certificate Program in Applied Industrial Microbiology" (AIM)
- 6 batches of "Biocon Ramaiah Certificate Program in Quality Control Analytical" (QCA)
- 3 batches of "Biocon JSS AHER Certificate Program in Global Regulatory Affairs" (GRA)
- 2 batches of "Syngene Ramaiah Certificate Program in Sterile Manufacturing" (SMF)
- 5 batches of "Biocon Academy Faculty Development Program" (FDP)

Biocon Academy was the Recipient of Rotary's Choice Awards 2024 for:

- DEI Catalyst for Social Impact (Organization)
- Promoting and Enabling Women's Participation

Biocon Academy celebrated Graduation Day with 165 graduates across five courses (Applied Industrial Microbiology, Biosciences, Global Regulatory Affairs, Sterile Manufacturing and Quality Control Analytical). In addition to our education partners, the event was graced by Dr. Kiran Mazumdar Shaw, Shreehas Tambe, and Professor P. Sundar.

Biocon Academy has partnered with the University of Glasgow to introduce an MSc program in Industrial Biotechnology, fostering global academic collaboration.

Biocon Academy, hosted the 5th edition of its flagship residential course – Medicinal Chemistry, Drug Discovery & Development India (MCADDI), 2024 in collaboration with the American Chemical Society (ACSMEDI), Pharma Innovation Sourcing Centre LLC (USA), IUPAC, and ACS Publications which saw participation of more than 100 Scientists from Pharma & Biotech Industry.

Biocon Academy conducted Alumni Day event which saw participation of 80+ Alumni working in diverse companies. The event was graced by Kiran Mazumdar Shaw and Sheldon Schuster (KGI).

Biocon Academy conducted a unique Talent Acquisition Leaders Meet for Biocon Group wherein 50+ TA team Shareholders from Biocon, Biocon Biologics and Syngene International participated. The event included an inspiring leadership talk by Industry expert.

A detailed report regarding Corporate Social Responsibility is appended herewith as Annexure 5 to the Boards' Report. The Policy on Corporate Social Responsibility & Environmental, Social and Governance and Annual Action Plan have been uploaded on to the website of the Company and is available at <https://www.bioconbiologics.com/docs/BBL-CSR-ESG-POLICY.pdf>. Details of terms of reference of the Committee and meetings held during the year have been provided in the Report on Corporate Governance.

24. INTEGRATED ANNUAL REPORT

The Company has voluntarily adopted the Integrated Annual Report for FY2025, which includes both financial and non-financial information. The reporting weaves together our purpose, values, strategy, governance, performance and future outlook, all of which influence the material aspects of our business.

25. BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

The Company has voluntarily adopted the Business Responsibility & Sustainability Report ('BRSR'). The BRSR incorporating the BRSR core has been presented in a separate section of Integrated Annual Report of the Company. In accordance with this requirement, the Company has engaged DQS India as an independent assurance partner to issue the assurance report on the non-financial information in the Integrated Annual Report for Financial Year ended 2024-25.

26. RISK MANAGEMENT POLICY AND INTERNAL ADEQUACY

The Company has a Risk Management Committee (RMC) of the Board, chaired by one of the Independent Directors, to oversee the spectrum of organizational risks diligently. Detailed insights into the Committee's

operations and its terms of reference are set out in the Corporate Governance report, an integral part of this document.

The RMC would primarily assist the Board in:

- Monitoring and reviewing the Risk Management framework and to perform such other functions as may be defined and delegated by the Board and as mandated by applicable laws and regulations, in force from time to time.
- Timely identification, evaluation, assessment, and mitigation of various categories of risks encountered by the Company.
- Each quarter, the RMC reviews critical risks and effectiveness of mitigation actions along with its impact on the overall risk exposure of the Company. All the critical risk areas are re-evaluated at least once a year.

In line with the above, the Board of Directors have endorsed a comprehensive Risk Management Policy and Charter. The Enterprise Risk Management ('ERM') process is governed by the company's Risk Management Policy.

Our Company has established a comprehensive ERM Framework to identify, evaluate, prioritise, adequately respond to and managing key risks that could impact our strategic and operational goals. Risks are categorized using a standardized taxonomy and appropriately documented in a risk register.

The ERM team collaborates with the functional and regional heads, to periodically update the risk register, assessing the effectiveness of mitigation plans and providing periodic updates to the Risk Management Committee and Executive Committee. The team also provides support and consultancy role in facilitating implementation of risk management and related matters across the organisation.

During the year, the Company refreshed its ERM framework. Key enhancements included redefining the global risk landscape following the integration of Viatrix' biosimilars business, upgrading the risk assessment methodology, revisiting risk appetite and tolerance levels, establishing clearer risk categorization aligned with standard taxonomy, and strengthening the overall risk governance structure. This initiative aimed to enhance operational resilience and support the achievement of sustainable value.

During the year, focus areas of Risk Management Committee included review of risks and mitigations related to Supply Chain Management, Regulatory approvals, Strategy, Commercial, Financial, IT & Cybersecurity risks which were critical for organization's success.

27. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM

The Vigil Mechanism as envisaged in the Companies Act, 2013 and the rules prescribed thereunder is implemented through the Company's Whistle Blower Policy of the Company to enable the Directors, employees and all stakeholders of the Company to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Company adheres to uncompromising integrity in conduct of its business and strictly abides by well-accepted norms of ethical, lawful

and moral conduct. It has zero tolerance for any form of unethical conduct or behaviour.

The vigil mechanism established under Whistle Blower and Integrity Policy is applicable to the Company. The policy can be accessed at: <https://www.bioconbiologics.com/docs/BBL-Whistleblower-and-integrity-Policy.pdf>

28. POLICY ON BOARD DIVERSITY

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed a policy for Board Diversity which provides a framework for leveraging on the differences within the expertise of the Board, offering a broad range of perspectives that are directly relevant to the business. The Company believes that a diverse Board will amongst others enhance the quality of decisions making and ensure better business performance, encourage diversity of perspectives thereby fuel creativity and innovation, complement and expand the skills, knowledge and experience of the Board as a whole and provide better Corporate Governance. A mix of individuals representing different geographies, culture, industry experience, qualification and skill set will bring in different perspectives and help the organization grow. The Board of Directors is responsible for review of the policy from time to time. During the year under review, the Board, on the recommendation of the Nomination and Remuneration Committee, has also amended the said policy to include 'Nationality' as one of the considerations for board nominations. The policy on Board Diversity has been placed on the Company's website at: <https://www.bioconbiologics.com/docs/Board-Diversity-Policy-2024.pdf>

29. COMPLIANCE MANAGEMENT FRAMEWORK

Biocon Biologics uses a Compliance Management System to track, manage, and report regulatory adherence. The system is regularly monitored, with quarterly updates provided to the Risk Management Committee and/or Audit Committee.

30. SIGNIFICANT AND MATERIAL ORDERS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and operations of the Company in the future.

31. COMPLIANCE OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to providing a safe and conducive work environment to all its employees and associates. The Company has a policy on Prevention of Sexual Harassment at Workplace, which is available on the website <https://www.bioconbiologics.com/docs/BBL-Policy%20on%20Prevention%20of%20Sexual%20Harassment.pdf>. This policy is applicable to all employees (including contractual employees) of the Company and all its subsidiaries except Biocon SDN. BHD., which has its own policy on Prevention of Sexual Harassment at Workplace. This policy is not restricted to the Company's office premises only, but extends to any place visited by employees arising out of or during the course of employment where employees interact with each other while carrying out their duties and responsibilities. Across the organisation, adequate workshops and awareness programmes against sexual harassment are also conducted.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual

Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The complaints pertaining to sexual harassment were periodically reviewed by the Nomination and Remuneration Committee.

Details of cases for the Financial Year 2024-25 were as below:

S. No.	Particulars	No. of complaints
1.	Number of complaints filed during the Financial Year	4
2.	Number of complaints disposed of during the Financial Year	3
3.	Number of complaints pending as on end of the Financial Year	1

32. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (NO. 31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review, there were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.

33. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the year under review, there was no such valuation done.

34. COMPLIANCE WITH SECRETARIAL STANDARDS

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

35. FAILURE TO IMPLEMENT ANY CORPORATE ACTION

There has been no failure to implement any corporate action by the Company for the FY 2024-25.

36. ANNUAL RETURN

The Annual Return of the Company as per the provisions of Section 134(3)(a) and 92(3) of the Companies Act, 2013, is available on the website of the Company at <https://www.bioconbiologics.com/>

The Annual Return for the FY 2024-25 shall be filed with the Registrar of Companies, Karnataka as per the provisions of the Companies Act, 2013.

37. PARTICULARS OF EMPLOYEES

The statement containing particulars in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report and is appended herewith as **Annexure 6** to the Boards' Report.

The statement containing particulars in terms of Section 197(12) of the Companies Act, 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this report. The above statement is available on the website of the Company at www.bioconbiologics.com.

However, considering the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report, excluding the aforesaid information, is being sent to the Shareholders of the Company and others entitled thereto. The said information is available for inspection at the registered office of the Company during business hours on working days of the Company up to the date of the ensuing AGM. Any shareholder interested in obtaining a copy thereof, may write to the secretarial team of the Company in this regard.

38. DIRECTORS' RESPONSIBILITY STATEMENT

In compliance with the provisions of Section 134(5) of the Companies Act, 2013 (**"the Act"**), the Board of Directors, to the best of their knowledge, hereby confirm the following:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit and loss of the Company for that period;
- c) They took proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

ACKNOWLEDGEMENTS

We place on record our appreciation for the committed services by every member of the Biocon Biologics family globally, whose contribution was significant to the growth and success of the Company. We would like to thank all our clients, partners, vendors, investors, bankers and other business associates for their continued support and encouragement during the year.

We also thank the Governments of India and Malaysia, Government of Karnataka, Ministry of Information Technology and Biotechnology, Ministry of Health, Ministry of Commerce and Industry, Ministry of Finance, Department of Pharmaceuticals, Department of Scientific and Industrial Research, Ministry of Corporate Affairs, Central Board of Indirect Taxes and Customs, Income Tax Department, CSEZ, and all other regulatory agencies for their assistance and co-operation during the year and look forward to their continued support in the future.

For and on behalf of the Board of
Directors of Biocon Biologics Limited

Sd/-

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Date: May 06, 2025

Place: Bengaluru

ANNEXURE 1

FORM AOC - 1 for FY 2024-25

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

Part A – Subsidiaries

S. No	Name of the subsidiary	Date since subsidiary was incorporated	Reporting Period	Reporting currency	Share capital	Reserves and Surplus (other equity)*	Total Assets*	Total Liabilities (excl. capital and reserves)*	Investments (excluding in subsidiaries)*	Turnover#	Profit/ (loss) before taxation#	Provision for taxation #	Profit/ (loss) for the year#	Proposed dividend	% of Shareholding by the Company
Amount in ₹ million															
1	Biocon Biologics UK Limited, UK	March 02, 2016	April 1, 2024 to March 31, 2025	USD	1,06,718	20,809	1,45,454	17,927	15	13,854	3,977	2,563	1,413	-	100%
2	Biocon SDN. BHD., Malaysia	January 19, 2011	April 1, 2024 to March 31, 2025	USD	32,708	-8,862	39,847	16,001	-	15,563	397	26	371	-	Refer note 2, 4 and 6
3	Biocon Biologics Healthcare Malaysia SDN. BHD.,	August 10, 2017	April 1, 2024 to March 31, 2025	MYR	39	-41	1	3	-	-	-1	-	-1	-	Refer note 2 and 6
4	Biocon Biologics Inc., USA	November 12, 2019	April 1, 2024 to March 31, 2025	USD	0	1,705	39,382	37,677	-	34,846	1,189	214	975	-	Refer note 2 and 6
5	Biocon Biologics Do Brasil Ltda, Brazil	August 17, 2020	April 1, 2024 to March 31, 2025	USD	160	-87	102	29	-	276	14	28	-14	-	Refer note 2 and 6
6	Biocon Biologics FZ - LLC, UAE	November 26, 2020	April 1, 2024 to March 31, 2025	USD	85	18	193	90	-	204	11	-	10	-	Refer note 2 and 6
7	Biosimilar Collaborations Ireland Limited.	October 11, 2013	April 1, 2024 to March 31, 2025	USD	8,628	47,129	83,941	28,184	-	31,088	-878	-190	-688	-	Refer note 2 and 6
8	Biosimilars Newco Limited, UK	July 27, 2022	April 1, 2024 to March 31, 2025	USD	1,24,897	-10,668	2,23,117	1,08,887	-	31,502	-7,532	-3,414	-4,117	-	Refer note 3 and 6
9	Biocon Biologics Germany GmbH	January 19, 2023	April 1, 2024 to March 31, 2025	USD	2	134	4,553	4,417	-	6,584	173	50	124	-	Refer note 2 and 6
10	Biocon Biologics Canada Inc	March 20, 2023	April 1, 2024 to March 31, 2025	CAD	0	93	3,959	3,866	-	2,566	87	20	67	-	Refer note 2 and 6
11	Biocon Biologics France S.A.S	April 14, 2023	April 1, 2024 to March 31, 2025	EUR	0	133	2,914	2,781	-	6,728	114	33	81	-	Refer note 2 and 6
12	Biocon Biologics Spain S.L.U	April 21, 2023	April 1, 2024 to March 31, 2025	EUR	0	16	500	484	-	871	19	4	15	-	Refer note 2 and 6
13	Biocon Biologics Switzerland AG	April 25, 2023	April 1, 2024 to March 31, 2025	CHF	5	6	158	147	-	191	9	1	8	-	Refer note 2 and 6
14	Biocon Biologics Belgium BV	April 28, 2023	April 1, 2024 to March 31, 2025	EUR	2	10	148	137	-	265	14	5	9	-	Refer note 2
15	Biocon Biologics Finland OY	May 10, 2023	April 1, 2024 to March 31, 2025	EUR	-	5	66	61	-	88	5	1	4	-	Refer note 2 and 6
16	Biocon Biologics Morocco S.A.R.L.A.U	July 24, 2023	April 1, 2024 to March 31, 2025	MAD	43	16	198	139	-	210	20	4	16	-	Refer note 2 and 6
17	Biocon Biologics Greece SINGLE MEMBER P.C.	July 27, 2023	April 1, 2024 to March 31, 2025	EUR	-	17	899	882	-	888	18	4	13	-	Refer note 2 and 6
18	Biocon Biologics South Africa (Pty) Ltd.	August 11, 2023	April 1, 2024 to March 31, 2025	ZAR	-	2	30	27	-	35	3	1	2	-	Refer note 2 and 6
19	Biocon Biologics (Thailand) Co., Ltd.	September 8, 2023	April 1, 2024 to March 31, 2025	THB	63	0	72	9	-	32	1	1	1	-	Refer note 2 and 6
20	Biocon Biologics Philippines Inc.	October 25, 2023	April 1, 2024 to March 31, 2025	PHP	17	4	75	54	-	106	6	1	4	-	Refer note 2 and 6
21	Biocon Biologics Italy S.r.l	December 27, 2023	March 31, 2025	EUR	1	2	75	71	-	50	3	1	2	-	Refer note 2 and 6
22	Biocon Biologics Croatia LLC	January 18, 2024	April 1, 2024 to March 31, 2025	EUR	0	2	26	24	-	47	2	-	2	-	Refer note 2, 6
23	Biocon Biologics Global Plc, UK	July 19, 2024	July 19, 2024 to March 31, 2025	USD	11	93	70,372	70,268	-	6,338	133	31	102	-	Refer note 2, 5, 6

* Exchange rate considered in the case of foreign subsidiaries - 1 USD = 85.43; 1 EUR = 92.40; 1 CAD = 59.37; 1 MYR = 19.26; 1 CHF = 96.6; 1 THB = 2.52; 1 MAD = 8.54; 1 ZAR = 4.66; 1 PHP = 1.51
 # Converted at monthly average exchange rates for foreign subsidiaries

Notes:

1. None of the subsidiaries have proposed dividends as at March 31, 2025
2. Biocon Biologics UK Limited, UK holds 100% of equity stake in:-
 - a. Biocon SDN BHD, Malaysia
 - b. Biocon Biologics Healthcare Malaysia Sdn. Bhd.
 - c. Biocon Biologics Inc., USA
 - d. Biocon Biologics Do Brasil LTDA, Brazil
 - e. Biocon Biologics FZ LLC, UAE
 - f. Biosimilar Collaborations Ireland Limited
 - g. Biocon Biologics Germany GmbH
 - h. Biocon Biologics Canada Inc.
 - i. Biocon Biologics France S.A.S
 - j. Biocon Biologics Switzerland AG
 - k. Biocon Biologics Belgium BV
 - l. Biocon Biologics Spain S.L.U
 - m. Biocon Biologics Finland OY
- n. Biocon Biologics Greece SINGLE MEMBER PC
- o. Biocon Biologics (Thailand) Co., Ltd.
- p. Biocon Biologics Morocco S.A.R.L.A.U
- q. Biocon Biologics South Africa (Pty) Ltd.
- r. Biocon Biologics Philippines Inc.
- s. Biocon Biologics Italy S.r.l
- t. Biocon Biologics Croatia LLC
- u. Biocon Biologics Global Plc, UK
3. Biocon Biologics Limited and Biocon Biologics UK Limited holds 68% and 32% of equity stake in Biosimilars Newco Limited, respectively.
4. The reporting currency of Biocon SDN BHD is MYR, however USD is disclosed since it is the functional currency.
5. This subsidiary is newly incorporated
6. All amounts below rounding-off norms is not disclosed in above table.
7. No subsidiaries have been liquidated or sold during the year.
8. There being no Joint Ventures and associates of the Company, Part B of Form AOC-1 is not applicable

For and on behalf of the Board of Directors of **Biocon Biologics Limited**

Sd/-	Sd/-	Sd/-
Kiran Mazumdar-Shaw	Kedar Upadhye	Akhilesh Nand
Executive Chairperson	Chief Financial Officer	Company Secretary
DIN: 00347229		Shareholdership No: A13669

Bengaluru
May 06, 2025

ANNEXURE 2

Disclosure with respect to Employees Stock Option Plan of the Company for the Financial Year 2024-25

[Pursuant to sub rule 9 of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014]

A. Details of Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24 for the Financial Year 2024-25

a)	Options granted during the year	-
b)	Options vested during the year	33,17,127
c)	Options exercised during the year	5,01,379
d)	Total number of shares arising as a result of exercise of option	5,01,379
e)	Options lapsed during the year	3,59,607
f)	Exercise price;	₹ 10/-
g)	Variation of terms of options;	NA
h)	Money realized by exercise of options;	50,13,790
i)	Total number of options in force;	59,56,010
j)	Employee wise details of options granted during FY25 to:	
i.	Key managerial personnel;	None
ii.	Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	None
iii.	Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	None

B. Details of Biocon Biologics RSU Plan 2023 for the Financial Year 2024-25

a)	Options granted during the year	-
b)	Options vested during the year	-
c)	Options exercised during the year	-
d)	Total number of shares arising as a result of exercise of option	-
e)	Options lapsed during the year	3,50,186
f)	Exercise price;	₹10/-
g)	Variation of terms of options;	NA
h)	Money realized by exercise of options;	-
i)	Total number of options in force;	12,32,434
j)	Employee wise details of options granted during FY25 to:	
i.	Key managerial personnel;	None
ii.	Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	None
iii.	Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	None

C. Details of Biocon Biologics Limited Restricted Stock Units ('RSU') and Performance Stock Units ('PSU') Long Term Incentive FY 2025-29 Plan for the Financial Year 2024-25

a)	Options granted during the year	38,82,367
b)	Options vested during the year	-
c)	Options exercised during the year	-
d)	Total number of shares arising as a result of exercise of option	-
e)	Options lapsed during the year	15,222
f)	Exercise price;	₹10/-
g)	Variation of terms of options;	NA
h)	Money realized by exercise of options;	-
i)	Total number of options in force;	38,83,560
j)	Employee wise details of options granted during FY25 to:	

	i.	Key managerial personnel;			14,50,746
		Name	Designation	No. of options	
		Shreehas Pradeep Tambe	CEO & Managing Director	10,12,475	
		Kedar Upadhye	Chief Financial Officer	2,69,202	
		Akhilesh Nand	Company Secretary	1,69,069	
	ii.	Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.			None
	iii.	Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;			None

For and on behalf of the Board of Directors of
Biocon Biologics Limited

Date: May 06, 2025
Place: Bengaluru

Sd/-
Kiran Mazumdar-Shaw
Executive Chairperson
DIN: 00347229

ANNEXURE 3

Form No. MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to Sub Section (1) of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

For the Financial Year Ended 31.03.2025

To,
The Shareholders,
BIOCON BIOLOGICS LIMITED
Biocon House, Ground Floor, Tower-3,
Semicon Park, Electronic City, Phase - II,
Hosur Road, Bengaluru - 560100

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Financial Year ended on March 31, 2025 (**the 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:

We 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, 2025 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 Byelaws 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 Borrowing.
- v. Other laws specifically applicable to the Company:
 - a. Drugs and Cosmetics Act, 1940
 - b. Drugs and Cosmetics Rules, 1945
 - c. Bio Medical Waste (Management & Handling) Rules, 1998
 - d. Drugs & Magical Remedies (Objectionable Advertisements) Rules, 1954
 - e. Narcotic Drugs and Psychotropic substance Act
 - f. Atomic Energy Act, 1962

- g. The Hazardous Waste (Management, Handling and Trans-boundary movement) Rules 2008, amended in 2016.
- h. Hazardous Substances (Classification packaging and labelling) Rules 2011
- i. The Explosives Act, 1983
- j. Manufacture, Storage, and Import of Hazardous Chemicals Rules, 1989
- k. Drug (Price Control) Order (DPCO) 2013 (NPPA)
- l. Regulation of Drug Act, 1978
- m. National Biodiversity Act, 2002
- n. Uniform Code of Pharmaceuticals Marketing Practices (UCPMP) Guidelines
- o. Livestock Importation Act, 1898
- p. Generic Drug User Fee Amendment (GDUFA) 2012
- q. Cosmetics, Devices and Drugs Act, 1980
- r. Registration Guideline for Registration of the Medicinal Products, 2013
- s. The Special Economic Zone Act 2005, Special Economic Zone Rules 2006

The Company being an unlisted public limited Company, the following Regulations prescribed under Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company during the audit period:

- (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;
- (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;
- (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2021;

- (h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (j) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meeting.

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

We have not examined compliance with applicable Financial Laws, like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that the Board of Directors of the Company is duly constituted. 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 to all the directors for all the Board Meetings held during the period under review. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairperson, the decisions of the Board were unanimous, and no dissenting views have been recorded.

We further report that, there are adequate systems and processes in the Company in line with Biocon's group level practices, commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines which are listed under point no. v of 3rd para of this report.

The following events/actions were having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc., during the audit period:

- a) Allotment of 238,00,000 Optionally Convertible Debentures (OCDs) to Biocon Limited through preferential issue on private placement basis on the following instances:
 - 125,00,000 OCDs on May 30, 2024
 - 113,00,000 OCDs on December 18, 2024
- b) Ms. Deepika Srivastava resigned as Company Secretary and Key Managerial Personnel of the Company with effect from July 31, 2024.

Mr. Akhilesh Nand was appointed as the Company Secretary and Key Managerial Personnel of the company with effect from August 6, 2024.

For **V. SREEDHARAN & ASSOCIATES**

(Pradeep B. Kulkarni)

Partner

FCS: 7260; C.P. No: 7835

UDIN: F002347G000275554

Peer Review Certificate No. 5543/2024

Place: Bengaluru

Date: 06.05.2025

This report (i.e., Form No. MR-3) is to be read with our letter of even date which is annexed as Annexure and forms an integral part of this report.

'Annexure'

To,
The Shareholders,
BIOCON BIOLOGICS LIMITED
Biocon House, Ground Floor, Tower-3,
Semicon Park, Electronic City, Phase - II,
Hosur Road, Bengaluru - 560100

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **V. SREEDHARAN & ASSOCIATES**

(Pradeep B. Kulkarni)

Partner

FCS: 7260; C.P. No: 7835

UDIN: F002347G000275554

Peer Review Certificate No. 5543/2024

Place: Bengaluru

Date: 06.05.2025

ANNEXURE 4

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo for the Financial Year 2024-25

[Particulars pursuant to Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

1. Conservation of Energy

i)	The steps taken or impact on conservation of energy	<ul style="list-style-type: none"> • PHI(E) M2 building new capacitor bank 100KVAR installed for maintaining the power factor. PF before installation: 0.91. PF after installation: 0.97. Improved PF resulted in a reduction of power consumption by 6% and savings of approx. ₹ 42000 / Month will account for Approx ₹ 5 lacs / Year. • The replacement of CFL lights with LEDs at PHI, PHI, and PHI(E) reduced power consumption from 28032 KW to 14016 kW and resulted in savings ₹ 1.1 lacs for RHI and RHI2. • To improve illumination (LUX level) and to facilitate ease of operation and maintenance in PHI and PHI(E) water plant, new light fixtures Zone-01 IP-65 rated were installed. • Condensate recovery system (SOPT) installed with Steam operating pumping trap-Total investment of this project ₹ 1.5 lacs and cost saving of ₹ 10 lacs per annum. • Centralized Chilled water Generation and distribution from B3 to B4, B5 and W20 Resulted in saving of ₹ 163.37 lacs. • Improve Steam condensate recovery by sending it back to BL to boiler feedwater for water and heat recovery Resulted in saving of ₹ 3.41 lacs. • Effective Utilization of Compressed air from B3 Utilities to all other Blocks resulting in reduction of losses and optimally running of generation and distribution systems resulted in saving of ₹ 9.64 lacs. • Improve Steam condensate recovery by sending it back to BL to boiler feedwater for water and heat recovery Resulted in saving of ₹ 0.72 lacs. • Reduce steam leakage by replacing steam traps Resulted in saving of ₹ 0.36 lacs. • Collect condensate from AHUs and re-use in Cooling Tower circuit, leading to water and ETP savings Resulted in saving of ₹ 2.1 lacs. • Improve Steam condensate recovery by sending it back to BL to boiler feedwater for water and heat recovery Resulted in saving of ₹ 0.48 lacs.
ii)	The steps taken by the company for utilizing alternate source of energy	Nil
iii)	The Capital investment on energy conservation equipment's	Nil

2. Technology Absorption

i)	The efforts made towards technology absorption	<ul style="list-style-type: none"> • A thermography test has been implemented for all electrical panel's PM for better improvement.
ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	<ul style="list-style-type: none"> • Access controllers must be installed at PHI(E) new office area and the new conference room (2 numbers). • Logic Modification towards maintaining the EMS parameters through chilled water for all AHUs linked with Hot water of B3 and B5 Facility resulted in saving of ₹ 32.13 lacs.
iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	<ul style="list-style-type: none"> • Fan replacement with aerodynamic fans. AI fan will give 30% savings, FRP 15% savings resulted in saving of ₹ 3.53 Lacs. • Motion sensor in corridors to switch of lights resulted in saving of ₹ 3.05 Lacs. • Fan replacement with aerodynamic fans. AI fan will give 30% savings, FRP 15% savings resulted in saving of ₹ 1.86 Lacs.
	(a) The details of technology imported	
	(b) The year of import	
	(C) Whether the technology been fully absorbed	
	(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
iv)	The expenditure incurred on Research and Development (R&D)	Expenditure incurred on Research and Development by the Company is tabled below:

Expenditure incurred on Research and Development

(Amounts in ₹ million)

Particulars	FY 24-25
Research and Development expenses	1,804
Other Research and Development expenses included in other heads of account:	
A. Employee Benefit Expenses	1,385
B. Lab Consumables	821
Total	4,010

3. Foreign Exchange Earnings and Outgo

Particulars	Amount in ₹ million
Total earnings in foreign exchange during the year	30,574
Total outflow of foreign exchange during the year	9,087

For and on behalf of the Board of Directors of
Biocon Biologics Limited

Date: May 06, 2025
Place: Bengaluru

Sd/-
Kiran Mazumdar-Shaw
Executive Chairperson
DIN: 00347229

ANNEXURE 5

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ('CSR') ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

1. Brief outline on Corporate Social Responsibility ('CSR') Policy of the Company

The Company's contributions and initiatives towards social welfare and environment sustainability have been integral to its business. CSR activities of the Company shall continuously evolve for a long-term sustainability of business, society and environment at large. CSR shall further align and integrate social wellbeing, economic growth and environmental sustainability with the Company's core values, operations and growth. The CSR strategy shall create long-term and scalable values for communities and society. In the process of executing CSR, the Company shall comply with the statutory requirements of the Companies Act, 2013, and the related rules and regulations as may be amended from time to time.

2. Composition of CSR and ESG Committee:

The Corporate Social Responsibility and Environmental, Social and Governance Committee ("**CSR and ESG Committee**") of our Board provides an oversight of CSR and ESG Policy monitors execution of various activities to meet the set CSR objectives.

S. No.	Name of Member	Designation	Nature of Directorship	Number of meetings of CSR and ESG Committee held during the year	Number of meetings of CSR and ESG Committee attended during the year
1.	Peter Baron Piot	Chairperson	Independent Director	4	4
2.	Kiran Mazumdar-Shaw	Member	Executive Chairperson	4	4
3.	Shreehas Pradeep Tambe	Member	CEO and Managing Director	4	4
4.	Nivruti Rai	Member	Independent Director	4	4
5.	Thomas Jason Roberts	Member	Non-Executive Non-Independent Director	4	4

3. Web-link(s) where Composition of CSR and ESG committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company

- Composition of the CSR and ESG Committee: <https://www.bioconbiologics.com/investors/corporate-governance/board-committees/>
- CSR and ESG Policy: <https://www.bioconbiologics.com/docs/BBL-CSR-ESG-POLICY.pdf>. The projects as approved by the Board shall be disclosed on the website at <https://www.bioconbiologics.com/investors/corporate-governance/governance-policies/>

4. Executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable – Not Applicable

5. Details of the amount available for set off in pursuance of sub-Rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the Financial Year, if any)

S. No.	Financial Year	Amount available for set-off from the preceding financial years (in ₹ million)	Amount required to be set-off for the financial year, if any (in ₹ million)
1	2022-23	₹ 6 million	NA
2	2023-24	₹ 120.3 million	NA

- Average net profit of the Company as per section 135(5) ₹ 60 million
 - Two percent of average net profit of the company as per section 135(5) ₹ 1.2 million
 - Surplus arising out of the CSR projects or programmes or activities of the previous financial years -
 - Amount required to be set off for the financial year, if any -
 - Total CSR obligation for the Financial Year [(b)+(c)-(d)] ₹ 1.2 million
- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) ₹ 134.5 million
 - Amount spent in Administrative Overheads Nil
 - Amount spent on Impact Assessment, if applicable -
 - Total amount spent for the Financial Year [(a)+(b)+(c)] ₹ 134.5 million
 - CSR amount spent or unspent for the financial year

Total Amount Spent for the Financial Year (in ₹ million)	Amount Unspent				
	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
₹ 134.5 million	NA	NA	NA	NA	NA

f) Excess amount for set off, if any

S. No.	Particulars	Amount (in ₹ million)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 1.2 million
(ii)	Total amount spent for the financial year	₹ 134.5 million
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	₹ 133.3 million
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹ 133.3 million

8. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹ million)	Balance Unspent CSR Account under subsection (6) of section 135 (in ₹ million)	Amount spent in the Financial Year (in ₹ million)	Amount transferred to a Fund specified under Schedule VII as per second proviso to subsection (5) of section 135, if any, if any		Amount remaining to be spent in succeeding financial years (in ₹ million)	Deficiency, if any
					Amount (in ₹ million)	Date of transfer		
					NA			

9. Whether any Capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year – No

Number of Capital assets created/ acquired: NA

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

S. 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
					NA		

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):

NA

Date: May 06, 2025

Place: Bengaluru

Sd/-
Peter Baron Piot
Chairperson – CSR and ESG Committee
DIN: 09015343

Sd/-
Shreehas Pradeep Tambe
CEO and Managing Director
DIN: 09796480

ANNEXURE 6 – PARTICULARS OF REMUNERATION

Information pursuant to Section 197(12) of the Companies Act, 2013

(Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

S. No.	Name of the Director/ Key Managerial Personnel and Designation	Percentage increase in remuneration of each Director/ CFO/ CS in the FY 2024-25 (%)	Ratio of the remuneration of each Director to the median remuneration of the employees
Executive Directors			
1	Kiran Mazumdar-Shaw (Executive Chairperson)	6.6	61.31
2	Shreehas Pradeep Tambe (CEO and Managing Director)	30.72	151.98
Non-Executive Directors			
3	Dr. Arun Suresh Chandavarkar	3.03	8.63
4	Thomas Jason Roberts	-	8.12
5	Rajiv Malik ⁽¹⁾	NA	10.03
Independent Directors			
6	Bobby Kanubhai Parikh	12.9	11.04
7	John Russell Fotheringham Walls ⁽²⁾	NA	NA
8	Nivruti Rai	-	7.87
9	Daniel Bradbury	-	9.39
10	Nicholas Robert Haggar ⁽³⁾	NA	8.38
11	Peter Piot	-	8.75
Key Managerial Personnel			
12	Kedar Upadhye	NA	52.39
13	Akhilesh Nand ⁽⁴⁾	5.9	26.45
14	Deepika Srivastava ⁽⁴⁾	NA	NA

⁽¹⁾ Rajiv Malik was paid the entire remuneration for FY 2022-23 and FY 2023-24 in the FY 2024-25.

⁽²⁾ John Russell Fotheringham Walls was in office only for part of the year (ceased to be director w.e.f June 7, 2024) and hence the percentage of increase of remuneration in their case is not comparable with that of the previous year.

⁽³⁾ Nicholas Robert Haggar ceased to be director w.e.f January 28, 2025.

⁽⁴⁾ Deepika Srivastava was in office only for part of the year (ceased to be KMP w.e.f July 31, 2024) hence the percentage of increase of remuneration in their case is not comparable with that of the previous year. Akhilesh Nand was appointed as Company Secretary w.e.f August 6, 2024.

Notes:

- The remuneration paid to Non-Executive Directors (including Independent Directors) includes commission and sitting fees and is based on the position they occupied in various committees and meetings attended by them during Financial Year 2024-25.
- The remuneration does not include perquisite value on account of stock options exercised during the year.
- The remuneration to the Executive Director and Key Managerial Personnel does not include provisions made for gratuity and compensated absences, as they are obtained on an actuarial basis for the Company as a whole.

1	Percentage increase / (decrease) in median remuneration of employees in the financial year	The median remuneration of employees increased from ₹7,68,192 as on March 31, 2024 to ₹7,87,836 on March 31, 2025, representing an increase of 2.56%.
2	Number of permanent employees on the rolls of the Company	There were 3,555 permanent employees as on March 31, 2025.
3	Average percentile increase in salaries of employees other than managerial personnel in the last Financial Year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average increase in employee remuneration other than managerial personnel was 10%. The increase in managerial remuneration is in line with the measures to attract and retain the best talent. The Company also uses a mix of fixed, variable and RSUs based compensation on a mid-to-long-term basis to align middle and senior management compensation to enhance shareholder values.

It is hereby affirmed that the remuneration paid for the Financial Year 2024-25 was as per the Company's Policy on appointment and Remuneration of Directors, KMP and other employees.

For and on behalf of the Board of Directors of Biocon Biologics Limited

Place: Bengaluru
Date: May 6, 2025

Sd/-
Kiran Mazumdar-Shaw
Executive Chairperson
DIN: 00347229

Corporate Governance Report

Corporate Governance Report

I. Company's philosophy on Code of Governance

Biocon Biologics Limited ("**the Company**") believes in implementation of good corporate practices, policies and guidelines and always ensures adherence to regulatory requirements. Our aim is to develop a culture of the best management practices and compliance with the law coupled with the highest standards of integrity, transparency, accountability and ethics in all business matters. Company's philosophy envisages touching lives globally by following the core values viz. value creation through innovation and differentiation, quality through compliance and best practices, collaboration, teamwork and mutual respect, integrity and ethical behaviour and performance driven work culture. These values are the foundation of the Corporate Governance practices of the Company. The Company ensures to work by these principles in all its interactions with stakeholders, including shareholders, employees, customers, consumers, suppliers and statutory authorities.

Commitment to adoption of good and effective corporate governance practices in all the spheres of working, has always underpinned the Company's decisions and activities. Abidance with such governance practices has given the Company immense value addition and competitive advantage. Our corporate governance framework comprises of a formal system of control and administration that helps the management take prudent decisions whilst in the interest of the stakeholders, and at the same time enables the Company to utilise its resources in a systematic and effective manner.



While implementing corporate practices, the Company focuses on areas such as transparency, accountability and integrity to nurture a

good corporate governance culture that fosters employee morale and satisfaction, stakeholder acceptance and regulatory recognition.

The Company's focus is not only to ensure compliance with the requirements as stipulated under the Companies Act, 2013, (**'the Act'**) and other applicable laws regarding corporate governance but is also committed to sound corporate governance principles and practices, and constantly strives to adopt emerging best corporate governance practices being followed worldwide.

We are committed to continuously scaling up our Corporate Governance standards, hence we are suo-motu presenting a report on compliance with corporate governance principles.

II. Board of Directors

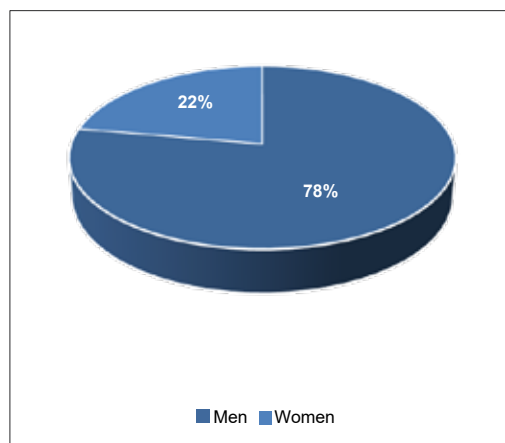
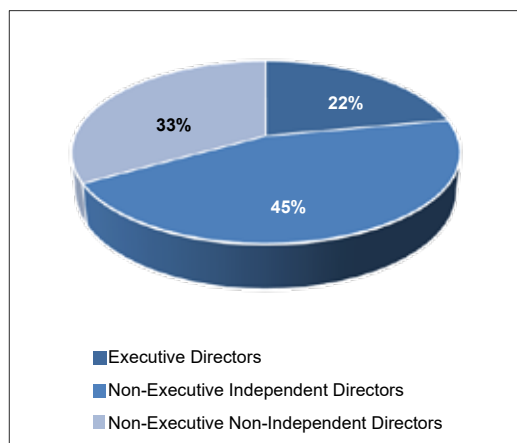
The Board of Directors ('the Board') is elected by the shareholders to oversee the Company's overall functioning. The Board is responsible for providing strategic guidance and supervision, overseeing the management, performance and governance of the Company on behalf of the shareholders and other stakeholders. The Board exercises independent judgement and plays a vital role in the oversight of the Company's affairs. To sum up, the Board's key purpose is to provide strategic guidance to the Management Team and ensure the Company's success by collectively directing the Company's affairs and ensure they are in-line with the appropriate interests of its shareholders and relevant stakeholders.

The Board is committed to represent the long-term interests of the stakeholders in providing effective governance over the Company's affairs and exercising reasonable business judgement on the affairs of the Company.

Composition of the Board

Our Board represents an appropriate mix of Executive Directors ('EDs'), Non-Executive Non-Independent Directors ('NEDs') and Independent Directors ('IDs'), which is compliant with the Act and is also aligned with the best practices of Corporate Governance.

The Board periodically evaluates the need for change in its composition and size. As on March 31, 2025, the Board comprised of 9 (nine) Shareholders, consisting of 2 (two) Executive Directors, 2 (two) Non-Executive Non-Independent Directors, 4 (four) Independent Directors and 1 (one) Non-Executive Non-Independent and Nominee Director of Mylan Inc. Out of the total Shareholders, 2 (two) are Women Directors comprising of 1 (one) Executive Chairperson and 1 (one) Independent Director.



Changes in the Board of Directors during the year under review:

- Ms. Kiran Mazumdar-Shaw (DIN: 00347229) was re-appointed as an Executive Director and Executive Chairperson of the Company for a period of 5 (five) years from April 01, 2024, by the Board of Directors on February 06, 2024 and the shareholders at the 24th Extra-ordinary General Meeting held on April 23, 2024, approved such re-appointment.
- Mr. Nicholas Robert Haggart (DIN: 08518863) was appointed as an Additional Director categorised as Non-Executive and Independent Director of the Company by the Board of Directors on February 06, 2024. The shareholders at the 24th Extra-ordinary General Meeting held on April 23, 2024 had regularised his appointment as an Independent Director of the Company for a term commencing from February 06, 2024 till the conclusion of the Annual General Meeting of the Company to be held in the year 2027.

Further, Mr. Nicholas Robert Haggart, resigned as Non-Executive and Independent Director of the Company with effect from close of business hours of January 28, 2025. The Board of Directors at their meeting held on January 28, 2025 noted the resignation due to his other professional commitments.
- Mr. John Russell Fotheringham Walls (DIN: 03528496) retired as an Independent Director of the Company with effect from June 7, 2024, after completion of his second term of directorship which was from June 8, 2021 to June 7, 2024. The Board of Directors at their meeting held on May 14, 2024 noted the retirement.
- Mr. Thomas Jason Roberts (DIN: 09337723), Non-Executive Non-Independent Director, retired by rotation at the 8th Annual General Meeting held on July 26, 2024 and was re-appointed as a Non-Executive Non-Independent Director of the Company.

None of the Directors serve as Director in more than 7 (seven) Listed Companies or as an Independent Director in more than 7 (seven)

Listed Companies or 3 (three) Listed Companies in case he/she serves as an Executive Director in any Listed Company. Further, none of the Directors of the Company, are Shareholders of more than 10 (ten) Committees and Chairperson of more than 5 (five) Committees, across all Public Companies in which he/she is a Director. None of the Company's Independent Directors serve as Non-Independent Director of any Company on the Board of which any of our Non-Independent Director of the Company is an Independent Director.

The details of the directorship(s) of the Shareholders on the Board are as mentioned in the following table titled '**Composition of the Board**'.

The Company has adopted standards which assist the Board in evaluating the independence of its Directors in terms of Section 149(6) of the Act. Further the Independent Directors declared that they are 'Independent' and their directorships in other Companies and their Committees do not conflict with the interest of Biocon Biologics Limited. Based on the declarations received from the Independent Directors, the Board of Directors have confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and that they are independent of the management and also they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Further, the Independent Directors have also submitted their declaration under compliance with the provision of Rule 6(3) of Companies (Appointment and Qualifications of Directors) Rules, 2014, which mandated the inclusion of an Independent Director's name in the data bank of Indian Institute of Corporate Affairs ("IICA") for a period of 1 (one) year or 5 (five) years or life time till they continue to hold the office of an Independent Director. The Board is compliant with the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

The details of the Directors, including the directorships held by them in other Listed Companies and their Committee Shareholderships/Chairpersonships in other Public Companies, are listed in the table below:

Composition of the Board

Name of the Directors	Category	Director Identification Number	Total Number of Directorships, Committee Chairpersonships and Shareholderships of Indian Public Limited Companies as on March 31, 2025			Name of Indian Listed Entities where person is a Director	Category of Directorship
			Directorships ¹	Committee Chairpersonships ²	Committee Shareholderships ²		
Executive Directors							
Ms. Kiran Mazumdar -Shaw	Promoter and Executive Chairperson	00347229	7	-	-	Biocon Limited	Executive Chairperson
						Syngene International Limited	Non-Executive Chairperson
						Narayana Hrudayalaya Limited	Non-Executive Non-Independent Director
						Trent Limited	Non-Executive Independent Director
Mr. Shreehas Pradeep Tambe	Non-Promoter, CEO and Managing Director	09796480	1	-	-	-	-
Non-Executive, Non-Independent Directors							
Dr. Arun Suresh Chandavarkar	Non-Promoter; Non-Executive and Non-Independent Director	01596180	1	-	1	-	-
Mr. Thomas Jason Roberts	Non-Promoter; Non-Executive and Non-Independent Director	09337723	1	-	-	-	-
Mr. Rajiv Malik	Non-Promoter; Non-Executive Non-Independent Director and Nominee of Mylan Inc.	00120557	3	1	-	-	-
Independent Directors							
Mr. Bobby Kanubhai Parikh	Non-Promoter; Non-Executive and Independent Director	00019437	4	3	3	Biocon Limited	Non-Executive Independent Director
						Infosys Limited	Non-Executive Independent Director
						Indostar Capital Finance Limited	Non-Executive Non-Independent Director
Mr. Daniel Mark Bradbury	Non-Promoter; Non-Executive and Independent Director	06599933	1	-	1	-	-

Name of the Directors	Category	Director Identification Number	Total Number of Directorships, Committee Chairpersonships and Shareholderships of Indian Public Limited Companies as on March 31, 2025			Name of Indian Listed Entities where person is a Director	Category of Directorship
			Directorships ¹	Committee Chairpersonships ²	Committee Shareholderships ²		
Ms. Nivruti Rai	Non-Promoter; Non-Executive and Independent Director	01353079	2	-	-	Narayana Hrudayalaya Limited	Non-Executive Independent Director
Mr. Peter Baron Piot	Non-Promoter; Non-Executive and Independent Director	09015343	2	-	-	-	-

Notes:

1. Includes Directorship in all Indian Public Limited Companies including Biocon Biologics Limited and excludes directorships of private Limited Companies, Foreign Companies and Companies Registered under Section 8 of the Act.
2. Committees considered are Audit Committee and Stakeholders Relationship Committee, across all Indian Public Limited Companies including that of Biocon Biologics Limited and excludes Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Act.
3. None of the Directors are related to each other as per the provisions of the Act.

A. Board Shareholdership Criteria and Selection Process

The responsibility for identifying and evaluating a candidate for the Board is discharged by the Nomination and Remuneration Committee ("NRC") formed under Section 178 of the Act. While selecting a candidate, the NRC reviews and evaluates the Board's composition and diversity to ensure that the Board and its Committees have the appropriate mix of skills, experience, independence and knowledge for continued effectiveness. For the Board, diversity comprehends plurality in perspective, experience, education, background, ethnicity, nationality, age, gender and other personal attributes. These attributes may extend to professional experience, functional expertise, educational and professional background.

The Independent Directors annually provide a certificate of Independence, in accordance with the applicable laws, which is taken on record by the Board. All Board Shareholders are encouraged to meet and interact with the management. Board Shareholders are invited to key meetings to provide strategic guidance and advice.



B. Board Procedure

The Board and Committee meetings are pre-scheduled based on the availability of the Director(s), and an annual calendar of the meetings is circulated to them well in advance to facilitate planning of their schedule and ensure participation in the meetings. However, in case of urgent matters, subject to regulatory conditions, the Board's approval is taken by passing resolutions by circulation. The Board meets at least once in a quarter to review and approve the quarterly financial results/ statements and other agenda items. However, with the Board being represented by Independent Directors from various parts of the World, it may not be possible for all of them to be physically present at all meetings. Hence, we provide video conferencing/ other audio-visual means facilities to enable their participation. The Committees of the Board, other than Audit Committee, usually meet the day before the Board meeting, or whenever the need arises for transacting business. The recommendations of the Committees are placed before the Board for necessary approval/noting. There were no situation/ matter where the Board has not accepted recommendations of the Committees.

With a view to leverage technology, the Company has adopted a digital meeting(s) platform for its Board and Committee meetings, which can be accessed through web version, iOS and Android based application. The Board/ Committee agenda and related notes are made available to the Directors, at least 7 (seven) days in advance of the meetings, through an application which meets high standards of security and integrity that is required for storage and transmission of Board/ Committee related documents in electronic form. Every Board member can suggest the inclusion of additional items in the agenda. All material information is incorporated in the agenda along with supporting documents and relevant presentations. Where it is not practicable to attach any document to the agenda, the same is tabled at the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

The Board reviews strategy and business plans, annual operating plans and capital expenditure budgets, investment and exposure limits, compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any.

To enable the Board to discharge its responsibilities effectively, the CEO and Managing Director provides an overview of the overall performance of the Company at the meeting of the Board of directors. The Board inter-alia reviews minutes of meetings of various Committees of the Board and subsidiary Companies, approval of financial results and statements, transactions pertaining to purchase or disposal of properties, major accounting provisions and write-offs, corporate restructuring, details of any joint ventures or collaboration agreements, material defaults, if any, fatal or serious accidents, any material effluent or pollution problems, transactions that involve substantial payment towards goodwill, brand equity or intellectual property, any issue that involves possible public product liability, claims of substantial nature, etc.

At the Board and Committee Meetings, apart from Board Shareholders and the Company Secretary, Shareholders of the management team are invited to present the Company's performance in key areas such as the major business segments and their operations, subsidiaries and key functions.

The Company Secretary records the minutes of the proceedings of each Board and Committee meeting. In compliance with the Secretarial Standard on Board Meetings (SS- 1), the draft minutes are circulated to the Board / Committee Shareholders within 15 (fifteen) days from the date of conclusion of their respective meetings for their comments. The Directors communicate their comments (if any) in writing on the draft minutes within 7 (seven) days from the date of circulation. The minutes are entered in the minute books within 30 (thirty) days from the date of conclusion of the meeting.

The guidelines for Board and Committee meetings facilitate an effective post meeting follow-up, review and reporting process for decisions taken by the Board and Committees thereof. The important decisions taken at Board/ Committee meetings are promptly communicated to the concerned departments/ divisions. Action Taken Report (ATRs) on decisions/minutes of the previous meeting(s) are placed at the succeeding meeting of the Board/ Committee for noting.

C. Number of Board meetings, Attendance of the Directors at meetings of the Board and the Annual General Meeting ("AGM")

During the year under review, the Board met 8 (eight) times on April 24, 2024, May 14, 2024, June 29, 2024, August 06, 2024, August 20, 2024, October 29, 2024, December 13, 2024 and January 28, 2025. The composition of the Board and attendance details of the Board Shareholders for the year ended March 31, 2025, are given below:

Name of Directors	Designation	Board Meetings held during tenure	Attended	% of attendance	Attendance at the 8th AGM
Ms. Kiran Mazumdar-Shaw	Executive Chairperson	8	8	100%	Yes
Mr. Shreehas Pradeep Tambe	CEO and Managing Director	8	8	100%	Yes
Mr. Rajiv Malik	Non-Executive Non- Independent Director and Nominee of Mylan Inc.	8	8	100%	No
Dr. Arun Suresh Chandavarkar	Non-Executive Non- Independent Director	8	8	100%	Yes
Mr. Thomas Jason Roberts	Non-Executive Non- Independent Director	8	6	75%	No
Mr. Bobby Kanubhai Parikh	Independent Director	8	8	100%	No
Mr. Peter Baron Piot	Independent Director	8	7	88%	No
Mr. Daniel Mark Bradbury	Independent Director	8	7	88%	No
Ms. Nivruti Rai	Independent Director	8	7	88%	No
Mr. John Russell Fotheringham Walls*	Independent Director	2	2	100%	Not Applicable
Mr. Nicholas Robert Haggart**	Independent Director	7	7	100%	No

*Mr. John Russell Fotheringham Walls retired as an Independent Director of the Company with effect from June 7, 2024.

**Mr. Nicholas Robert Haggart resigned as an Independent Director of the Company, with effect from close of business hours on January 28, 2025.

The Board met at least once in every calendar quarter and the gap between two meetings did not exceed 120 (one hundred and twenty) days.

D. Shareholding of Non-Executive Directors

None of the Non-Executive Directors, including Independent Directors, hold any equity shares of the Company except the below:

Name of Director	Category	No. of Shares	% holding
Dr. Arun Suresh Chandavarkar	Non-Executive Non- Independent Director	6,00,000	0.05%
Mr. Bobby Kanubhai Parikh	Non-Executive Independent Director	50,000	0.004%
Mr. John Russell Fotheringham Walls*	Non-Executive Independent Director	50,000	0.004%

*Mr. John Russell Fotheringham Walls retired as an Independent Director of the Company with effect from June 7, 2024.

E. Meeting of the Independent Directors

Pursuant to Schedule IV of the Act, the Independent Directors met 4 (four) times on May 14, 2024, August 06, 2024, October 29, 2024, and January 28, 2025, without the presence of Executive Directors, Non-Independent Directors and Shareholders of the Management.

They had inter-alia considered and discussed the following-

- The performance of Non-Independent Directors and the Board as a whole;
- The performance of the Chairperson of the Company after taking into account the views of the Executive and Non-Executive Directors;
- The quality, quantity and timeliness of flow of information between the Company's management and the Board, that is necessary for the Board to perform their duties effectively and reasonably.

The evaluation of the Independent Directors is done by the entire Board of Directors of the Company which includes:

- Performance of such directors; and
- Fulfilment of the Independence criteria and their Independence from the management.

F. Board evaluation, Key expertise and Attributes of the Board of Directors

(i) Board Evaluation

One of the key functions of the Board is to monitor and review the Board evaluation framework. The Nomination and Remuneration Committee ("NRC") in consultation with the Board, had laid down the evaluation criteria for the performance of the Chairperson, Board, Committees of the Board, and Executive/ Non-Executive Non-Independent/ Independent Directors.

The performance evaluation was done by M/s Egon Zehnder, an external management consultant who specializes in Board evaluations. The performance of the Board was evaluated by seeking input from all Directors and Senior Management.

Further, the Board had agreed to undertake the Board Evaluation by an external agency, at least once in 3 (three) financial years, pursuant to which for FY 2024-25, M/s Egon Zehnder, conducted the Board Evaluation. M/s Egon Zehnder conducted the Board Evaluation earlier in FY 2020-21.

M/s Egon Zehnder followed the methodology as set out below for the annual performance evaluation exercise which was based on the criteria and framework approved by the NRC:

- Consulted the Chair, Lead Independent Director and CEO on approach, process and alignment.
- Questionnaires circulated to Board Shareholders for capturing views and first thoughts.
- One-on-one interviews with the individual Board Shareholders and interviews of Management who had frequent interactions with the Board.
- Analyze responses received from Directors and align summary findings.
- Present the final summary and share individual feedback with the Board Shareholders.

A detailed presentation was made to the Board on outcome of evaluation results. In order to further uphold the effectiveness of the Board's governance, an overview of the suggestions as drawn from the evaluation exercise was deliberated and recommended for implementation in due course of time, by the Board.

(ii) Key expertise and Attributes of the Board of Directors

The Board has identified the following skills/ expertise/ competencies fundamental for the effective functioning of the Company which are taken into consideration by the NRC while recommending appointment of any candidate to the Board of the Company.



Based on the above-mentioned skill matrix, the skills which are currently available with the Board have been mapped below:























Area of Expertise	Directors								
	Ms. Kiran Mazumdar-Shaw	Mr. Shreehas Pradeep Tambe	Mr. Rajiv Malik	Dr. Arun Suresh Chandavarkar	Mr. Thomas Jason Roberts	Mr. Bobby Kanubhai Parikh	Mr. Peter Baron Piot	Mr. Daniel Mark Bradbury	Ms. Nivruai Rai
General Management	√	√	√	√	√	√	√	√	√
Audit/Finance		√	√	√		√	√	√	√
Digital/ Information Technology					√				√
Manufacturing/R&D/ Operations	√	√	√	√			√	√	√
Talent Management			√	√			√	√	√
Strategy	√	√	√	√	√	√	√	√	√
Access and Policy	√				√		√	√	
Industry Experience									
Broader Pharma / Lifesciences	√	√	√				√	√	√
Global Regulated Markets	√	√	√				√	√	√
Research / Academia / Innovation	√		√		√		√	√	√

G. Role of Company Secretary

The Company Secretary plays a key role in ensuring that effective board procedures are followed and reviewed periodically. The Company Secretary is primarily responsible for ensuring compliance with the provisions of the Companies Act, 2013 and provisions of all other laws applicable to the Company. The Company Secretary ensures that all relevant information, details and documents are made available to the Board of Directors for effective decision-making at the meetings. The Company Secretary is also the interface between the Management and Regulatory Authorities for Governance matters. All the Directors of the Company have access to the advice and services of the Company Secretary.

III. Committees of the Board

The Board has constituted various Committees to focus on specific areas and to make informed decisions within their authority. Each Committee is directed by its charter which outlines their scope, roles, responsibilities and powers. All the decisions and recommendations of the Committee are placed before the Board for its approval. The Company's guidelines relating to Board meetings are also applicable to Committee meetings as far as is practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functions. Senior Executives are invited to present various details called for by the Committees at their meetings. The Company Secretary of the Company acts as the Secretary to all Committees of the Board as detailed below:

Name	Designation	Shareholdership/ Chairpersonship in Biocon Biologics Committees			
		AC ¹	NRC ²	CSR & ESG ³	RMC ⁴
Ms. Kiran Mazumdar-Shaw	Executive Chairperson				
Mr. Shreehas Pradeep Tambe	CEO and Managing Director				
Mr. Rajiv Malik	Non-Executive Non-Independent Director and Nominee of Mylan Inc.				
Dr. Arun Suresh Chandavarkar	Non-Executive Non- Independent Director				
Mr. Thomas Jason Roberts	Non-Executive Non- Independent Director				
Mr. Bobby Kanubhai Parikh	Independent Director				
Mr. Peter Baron Piot	Independent Director				
Mr. Daniel Mark Bradbury	Independent Director				
Ms. Nivruai Rai	Independent Director				
Mr. John Russell Fotheringham Walls ⁵	Independent Director				
Mr. Nicholas Robert Haggard ⁶	Independent Director				

 Chairperson  Member

1. AC: Audit Committee;
2. NRC: Nomination and Remuneration Committee;
3. CSR & ESG: Corporate Social Responsibility and Environmental, Social and Governance Committee; and
4. RMC: Risk Management Committee
5. Mr. John Russell Fotheringham Walls retired as a member of the following Committees on June 7, 2024, on account of his retirement:
 - Audit Committee
 - Risk Management Committee
6. Mr. Nicholas Robert Hagggar resigned as member on the following Committees on January 28, 2025:
 - Audit Committee
 - Risk Management Committee

A. Audit Committee

(i) Brief description of terms of reference

The Company has constituted an Audit Committee which acts as a link between the Management, External and Internal Auditors and the Board of Directors of the Company. The Committee's role flows directly from the Board's oversight function and

delegation to various Committees. It acts as an oversight body for transparent, effective anti-fraud and risk management mechanisms, and efficient Internal Audit and External Audit functions financial reporting. The Audit Committee considers the matters which are specifically referred to it by the Board of Directors besides considering the mandatory requirements of the provisions of Section 177 of the Act. The brief description of the terms of reference of the Committee is given below:

The terms of reference and responsibilities of the Committee inter-alia include review of the quarterly, half-yearly and annual Financial Statements before submission to Board, review of compliance of internal control system, approval or any subsequent modification of transactions with related parties, oversight of the financial reporting process to ensure transparency, sufficiency, fairness and credibility of Financial Statements, recommendation for appointment, remuneration and terms of appointment of auditors of the Company etc. The Committee also reviews the adequacy and effectiveness of internal audit function and control systems. The Committee meets at least once in a calendar quarter.

(ii) Details of meetings and attendance during the year:

During the year under review, the Audit Committee met 7 (seven) times on April 24, 2024; May 14, 2024; August 06, 2024; August 20,

2024; October 29, 2024; December 13, 2024, and January 28, 2025. The composition of the Committee and attendance details of the Shareholders for the year ended March 31, 2025 are given below:

Shareholders	Position	Designation	No. of Meetings which member was entitled to attend	No. of Meetings attended	% of Attendance
Mr. Bobby Kanubhai Parikh	Chairperson	Independent Director	7	7	100%
Mr. Daniel Mark Bradbury	Member	Independent Director	7	6	86%
Dr. Arun Suresh Chandavarkar	Member	Non-Executive Non-Independent Director	7	7	100%
Mr. John Russell Fotheringham Walls*	Member	Independent Director	2	2	100%
Mr. Nicholas Robert Hagggar**	Member	Independent Director	7	6	86%

* Mr. John Russell Fotheringham Walls retired as a member of the Audit committee on June 7, 2024.

**Mr. Nicholas Robert Hagggar resigned as a member of Audit Committee on January 28, 2025.

Further, certain decisions were taken by passing the resolutions by circulation and were subsequently noted and taken on record by the Audit Committee at its next meeting.

The Shareholders of the Committee possess sound knowledge in the area of accounts, finance, audit, governance and legal matters.

Senior Executives from the Finance and Accounts Department and representatives of the Statutory and Internal Auditors are invited to attend the Audit Committee meetings. The Company Secretary acts as the Secretary to the Committee.

The Committee, as a good governance practice, also meets Statutory Auditors and Internal Auditors of the Company separately, to understand their independent opinion on the performance of the Company.

B. Risk Management Committee

(i) Brief description of terms of reference

The Company has constituted a Risk Management Committee, which assists the Board of Directors in timely identification, assessment and mitigation of risks (i.e. financial, operational, strategic, regulatory, statutory, reputational, and others) faced by the Company. The Committee inter-alia has overall responsibility for monitoring and approving the enterprise risk management framework and is capable of effectively addressing and monitoring these risks etc. The Committee also approves and oversees a Company-wide risk management framework which is capable of effectively addressing these risks.

(ii) Details of Meetings and Attendance during the year:

During the year under review, the Risk Management Committee met 4 (four) times on May 13, 2024; August 5, 2024; October 28, 2024 and January 27, 2025. The composition of the Committee and attendance details of the Shareholders for the year ended March 31, 2025 are given below:

Shareholders	Position	Designations	No. of Meetings which member was entitled to attend	No. of Meeting attended	% of Attendance
Mr. Bobby Kanubhai Parikh	Chairperson	Independent Director	4	4	100%
Mr. Shreehas Pradeep Tambe	Member	CEO and Managing Director	4	4	100%
Dr. Arun Suresh Chandavarkar	Member	Non-Executive Non-Independent Director	4	4	100%
Mr. Thomas Jason Roberts	Member	Non-Executive Non-Independent Director	4	4	100%
Mr. Peter Baron Piot	Member	Independent Director	4	4	100%
Mr. Daniel Mark Bradbury	Member	Independent Director	4	4	100%
Mr. John Russell Fotheringham Walls*	Member	Independent Director	1	1	100%
Mr. Nicholas Robert Hagggar**	Member	Independent Director	4	4	100%

* Mr. John Russell Fotheringham Walls retired as a member of the Risk Management Committee on June 7, 2024.

**Mr. Nicholas Robert Hagggar resigned as a member of Risk Management Committee on January 28, 2025.

The Company Secretary acts as the Secretary to the Committee.

C. Corporate Social Responsibility and Environmental, Social and Governance Committee

(i) Brief description of terms of reference

The Company is driven by a vision to make a difference in global healthcare through improved access to high quality and life-saving bio therapeutics by making them affordable for patients across the world. The Company's contributions and initiatives towards social welfare and environment sustainability have been integral to its business.

The Corporate Social Responsibility ("CSR") and Environmental Social and Governance ("ESG") activities of the Company shall continuously evolve for long-term sustainability of business, society and environment at large. The Corporate Social Responsibility and Environmental, Social and Governance Committee ("CSR and ESG Committee") shall further align and integrate social wellbeing, economic growth and environmental sustainability with the Company's core values, operations and growth.

The terms of reference of the CSR and ESG Committee are in line with the provisions of Section 135 of the Act, which, inter alia, includes the following:

- Identifying the areas of CSR activities, its implementation and monitoring;
- Formulate and amend the CSR Policy, from time to time;
- Adoption of Annual Action Plan or modification thereof;
- Oversee Company's ESG program, strategy, initiatives, execution and disclosures; and
- Reporting progress of various initiatives with respect to CSR and ESG activities etc.

(ii) Details of Meetings and Attendance during the year:

During the year under review, the CSR and ESG Committee met 4 (four) times on May 13, 2024; August 05, 2024; October 28, 2024 and January 27, 2025. The composition of the Committee and attendance details of the Shareholders for the year ended March 31, 2025 are given below:

Shareholders	Position	Designations	No. of Meetings which member was entitled to attend	No. of Meetings attended	% of Attendance
Mr. Peter Baron Piot	Chairperson	Independent Director	4	4	100%
Ms. Kiran Mazumdar-Shaw	Member	Executive Chairperson	4	4	100%
Mr. Shreehas Pradeep Tambe	Member	CEO and Managing Director	4	4	100%
Ms. Nivruiti Rai	Member	Independent Director	4	4	100%
Mr. Thomas Jason Roberts	Member	Non-Executive Non-Independent Director	4	4	100%

The Company Secretary acts as the Secretary to the Committee.

D. Nomination and Remuneration Committee

(i) Brief description of terms of reference

Pursuant to the provisions of Section 178 of the Act read with applicable rules made thereunder or other applicable provisions or any statutory modifications thereof, the Company has formed Nomination and Remuneration Committee ("**NRC**").

The NRC is, inter-alia, vested with the authority to:

- recommend nominations for Board Shareholdership and KMP;
- succession planning for the senior management and the Board;
- develop and recommend policies with respect to composition of the Board commensurate with the size, nature of the business and operations of the Company;
- establish criteria for selection of Board Shareholders with respect to competencies; qualifications, experience, track record, integrity, devise appropriate succession plans; and
- determine overall compensation policies of the Company, etc.

The scope of the NRC also includes decision on the remuneration to the Director(s) and laying down of performance parameters

for the Chairperson and CEO & Managing Director, the Executive Director(s), Key Managerial Personnel and Senior Management.

In addition to the above, the NRC's role includes identifying persons who may be appointed to a Senior Management position in accordance with the criteria laid down, recommending to the Board their appointment and removal.

The NRC also formulates the criteria for determining qualifications, positive attributes and independence of a Director. The Committee on a periodical basis, recommends to the Board, amendments to the policies relating to the remuneration of Directors, Key Managerial Personnel and Senior Management.

The Board has undertaken the exercise to evaluate the performance of individual Directors. Feedback is sought by way of structured questionnaires covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its committees, Board culture, execution and performance of specific duties, obligations and governances. Performance evaluation is carried out based on the responses received from all Directors.

The performance evaluation of Independent Directors is based on various criteria including experience and expertise, independent judgement, ethics & values, adherence to the corporate governance norms, interpersonal relationships, attendance and contribution at meetings, amongst others.

(ii) Details of meetings and attendance during the year:

During the year under review, the NRC met 5 (five) times on May 13, 2024; June 29, 2024; August 05, 2024; October 28, 2024 and January 27, 2025. The composition of the Committee and attendance details of the Shareholders for the year ended March 31, 2025 are given below:

Shareholders	Position	Designations	No. of meetings which member was entitled to attend	No. of meetings attended	% of Attendance
Ms. Nivruti Rai	Chairperson	Independent Director	5	5	100%
Mr. Daniel Mark Bradbury	Member	Independent Director	5	5	100%
Mr. Peter Baron Piot	Member	Independent Director	5	5	100%
Mr. Thomas Jason Roberts	Member	Non-Executive Non-Independent Director	5	4	80%

The Company Secretary acts as the Secretary to the Committee.

IV. Remuneration of Directors

A. Remuneration Policy

The Company has a well-defined policy for Appointment and Remuneration of Directors, Key Management Personnel and other employees. The policy of the Company is designed to create a high-performance culture and enables the Company to attract, retain and motivate employees to achieve results.

The elements of remuneration to the Executive Directors include fixed and variable salary, performance bonus (as per the performance criteria determined by the Nomination and Remuneration Committee), contribution to provident fund, gratuity, perquisites and allowance, reimbursement of expenses, stock options etc., as applicable to employees of the Company.

The Executive Directors are employees of the Company and are subject to service conditions as per the Company policy, which is 6 (Six) months' notice period, or such period as mutually agreed upon. There is no provision for payment of severance fees to Non-Executive Directors. The Independent Directors are paid remuneration in the form of commission, apart from the sitting fees and are not subject to any notice period and severance fees.

B. Remuneration to Non-Executive Directors

The shareholders at their 6th Extra-Ordinary General Meeting ('EGM') held on August 20, 2019, approved the payment of remuneration to Non-Executive Directors, at an amount not exceeding 1% of the net profit of the Company to be determined as per the provisions of Section 198 of the Companies Act, 2013. In view of this, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in their meeting held on January 28, 2025, approved remuneration structure for Non-Executive Directors, subject to 1% of net profits of the Company. The payment of such remuneration would be in addition to the sitting fees for attending Board/Committee meetings.

Subsequently, the shareholders in their 29th EGM held on April 21, 2025 have approved the payment of remuneration to Non-Executive Directors, which was in excess of 1% of the net profits of the Company for the Financial Year 2024-25, due to inadequate profits.

C. Criteria for Making Payment to Non-Executive Directors

The Company's Non-Executive Directors are leading professionals with high level of expertise and rich experience in functional areas such as business strategy, financial governance, corporate governance, research and innovation amongst others. The Company's Non-Executive Directors have been shaping and steering the long-term strategy and making invaluable contributions towards Biocon Biologics group level strategy, monitoring of risk management and compliances.

The Nomination and Remuneration Committee determines and recommends to the Board the compensation payable to all the Directors from time to time.

D. Remuneration to Executive Directors

The shareholders, at their 24th Extra-Ordinary General Meeting ('EGM') held on April 23, 2024, approved the re-appointment of Ms. Kiran Mazumdar-Shaw as an Executive Director, designated as an Executive Chairperson for a period of 5 (five) years effective April 1, 2024 to March 31, 2029, on certain terms and conditions, including her remuneration subject to prescribed limit under the rules and regulations. The remuneration includes fixed and variable salary, performance bonus, contribution to provident

fund, gratuity, perquisites and allowances, reimbursement of expenses, etc. as applicable to employees of the Company.

Based on the recommendation of Nomination and Remuneration Committee and Board of Directors, the shareholders at their 8th Annual General Meeting ('AGM') held on July 26, 2024, approved the revision in remuneration payable to Mr. Shreehas Pradeep Tambe, CEO and Managing Director of the Company, effective from April 1, 2024. The remuneration comprises of fixed and variable salary, performance bonus, contribution to provident fund, superannuation, gratuity, perquisites and allowances, reimbursement of expenses, rewards under performance acceleration plan, long term rewards etc. as applicable to employees of the Company.

Further, based on the recommendation of Nomination and Remuneration Committee and Board of Directors the shareholders in their 24th Extra-Ordinary General Meeting ('EGM') held on April 23, 2024, have approved the payment of remuneration to the Directors (including Executive, Non-Executive & Independent Directors), in situation of inadequacy of profits during Financial Year 2023-24 on same terms and conditions of appointment and remuneration as approved by the Shareholders / Board of Directors of the Company from time to time by considering such remuneration to be the minimum remuneration payable to the Directors for the Financial Year 2023-24.

E. Service Contracts, Notice Period and Severance Fees

As on March 31, 2025, the Board comprised of 9 (Nine) Shareholders, including 2 (two) Executive Directors and 7 (seven) Non-Executive Directors, of which 4 (four) are Independent Directors. Ms. Kiran Mazumdar-Shaw, Executive Chairperson and Mr. Shreehas Pradeep Tambe, CEO and Managing Director are employees of the Company. Hence, the provision for payment of severance fees to them shall be as per the terms mentioned in the Company's policy and service contract. However, other Directors are not subject to any notice period and severance fees.

F. All Pecuniary Relationship or Transactions of the Non-Executive Directors

There were no pecuniary relationships or transactions of the Non-Executive Directors vis-a-vis the Company, which had potential conflict with the interest of the organisation at large.

G. Remuneration to Directors

The details of remuneration paid to Directors for the year ended March 31, 2025, are given below:

Directors	Amount in ₹ million					
	Salary and Perquisites			Others		
	Fixed Pay & Bonus	Perquisites ¹	Retirement Benefits	Commission	Sitting Fees	Total
Ms. Kiran Mazumdar-Shaw	48.28	-	0.02	-	-	48.30
Mr. Shreehas Pradeep Tambe	113.32	2.85	3.57	-	-	119.74
Mr. Rajiv Malik*	-	-	-	2.9	5.0	7.9
Dr. Arun Suresh Chandavarkar	-	-	-	5.2	1.6	6.8
Mr. Thomas Jason Roberts	-	-	-	4.9	1.5	6.4
Mr. Bobby Kanubhai Parikh	-	-	-	7.1	1.6	8.7
Mr. Peter Baron Piot	-	-	-	5.2	1.6	6.9
Mr. Daniel Mark Bradbury	-	-	-	5.6	1.8	7.4
Ms. Nivruti Rai	-	-	-	4.8	1.3	6.2

Directors	Amount in ₹ million					
	Salary and Perquisites			Others		
	Fixed Pay & Bonus	Perquisites ¹	Retirement Benefits	Commission	Sitting Fees	Total
Mr. John Russell Fotheringham Walls**	-	-	-	1.3	0.4	1.7
Mr. Nicholas Robert Haggar***	-	-	-	5.2	1.4	6.6

*Rajiv Malik was paid the entire remuneration for FY 2022-23 and FY 2023-24 in the FY 2024-25

**Mr. John Russell Fotheringham Walls retired as an Independent Director of the Company with effect from June 7, 2024.

***Mr. Nicholas Robert Haggar resigned as an Independent Director of the Company, with effect from close of business hours on January 28, 2025.

Note:

1. Perquisites valued as per Income Tax Act, 1961.
2. During the financial year, the Restricted Stock Units ('RSU')/ Performance Stock Units ('PSU') granted to Mr. Shreehas Pradeep Tambe, CEO and Managing Director, form part of Annexure-2 of the Board's Report. No options under the Company's ESOP plan were granted to any other Executive/Non-Executive Directors of the Company.

V. General Meetings

A. Annual General Meetings

The date, time, and location of the Annual General Meetings held during the last 3 (three) years and the special resolutions passed thereat are as follows:

Year	Date and Time	Venue	Special Resolution(s) Passed
2023-24	July 26, 2024 4:30 PM	Biocon House, Ground Floor, Tower-3, Semicon Park, Electronic City, Phase - II, Hosur Road, Bengaluru - 560100, Karnataka, India	NIL
2022-23	July 28, 2023 4:30 PM	Biocon House, Ground Floor, Tower-3, Semicon Park, Electronic City, Phase - II, Hosur Road, Bengaluru - 560100, Karnataka, India	NIL
2021-22	July 26, 2022 02:00 PM	Biocon House, Ground Floor, Tower-3, Semicon Park, Electronics City, Phase - II, Hosur Road, Bengaluru - 560100, Karnataka, India	<ol style="list-style-type: none"> 1. Reappointment of Ms. Kiran Mazumdar-Shaw as an Executive Director (designated as 'Executive Chairperson'). 2. Reappointment of Mr. Bobby Kanubhai Parikh as an Independent Director of the Company. 3. Reappointment of Mr. Daniel Mark Bradbury as an Independent Director of the Company. 4. Reappointment of Ms. Nivruti Rai as an Independent Director of the Company. 5. Inclusion of grants to employees of the holding company and alteration of the Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24.

VI. General Shareholders Information

A. Company Registration Details

The registered office of the Company is Biocon Biologics Limited, Biocon House, Ground Floor, Tower-3, Semicon Park, Electronic City, Phase - II, Hosur Road, Bengaluru - 560100 and it is registered in the State of Karnataka, India. The Corporate Identity Number ('CIN') allotted to the Company by the Ministry of Corporate Affairs ('MCA') is U24119KA2016PLC093936.

B. Annual General Meeting

Day, Date and Time	Friday, July 25, 2025 at 4:30 PM
Venue	Biocon House, Ground Floor, Tower-3, Semicon Park, Electronic City, Phase - II, Hosur Road, Bengaluru - 560100, Karnataka, India
Financial Year	April 1, 2024 - March 31, 2025
Financial Results Calendar for 2025-26 (tentative)	

Q1 – FY 26	On or before August 14, 2025
Q2 – FY 26	On or before November 14, 2025
Q3 – FY 26	On or before February 14, 2025
Q4 – FY 26	On or before May 30, 2026
International Securities Identification Number ("ISIN")	Equity Shares : INE597V01013

C. Share transfer system

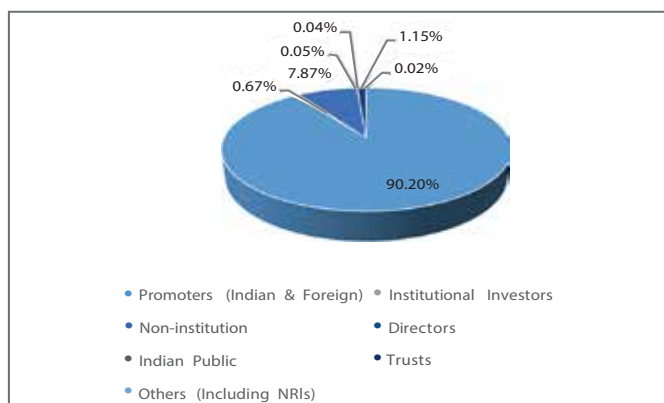
On receipt of proper documentation, the Company facilitates transfer of securities in the name of the transferee(s). Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company.

D. Dematerialization of shares and liquidity

As on March 31, 2025, all of the equity shares were in electronic form. Transfer of equity shares of the Company is permitted only in dematerialized form.

E. Distribution of shareholding (category wise) as on March 31, 2025, is as under:

S. No	Category	No. of Shares	% to Equity
1	Promoters (Indian and Foreign)	1,19,21,99,103	90.20
2	Institutional Investors	88,30,456	0.67
3	Non-institution	10,40,30,040	7.87
4	Directors	7,00,001	0.05
5	Indian Public	4,98,006	0.00
6	Trusts	1,52,42,351	1.15
7	Others (Including NRIs)	2,25,001	0.02
	Total	1,32,17,24,958	100



F. Distribution of shareholding as on March 31, 2025:

S. no	Category (Shares)	No. of Holders	% To Holders	No. of Shares	% To Equity
1	1 - 5000	5	17.24%	5	0.00%
2	5001 - 10000	Nil	Nil	Nil	0.00%
3	10001 - 20000	1	3.44%	15,911	0.00%
4	20001 - 30000	4	13.79%	1,04,644	0.007%
5	30001 - 40000q	1	3.44%	33,590	0.002%
6	40001 - 50000	4	13.79%	2,00,000	0.015%
7	50001 - 100000	1	3.44%	75,000	0.005%
8	100001 - 99999999	13	44.82%	1,32,12,95,808	99.97%
TOTAL		29	100.00	1,32,17,24,958	100.00

G. Outstanding ADRs/GDRs/Warrants or any convertible instruments, conversion date and likely impact on Equity.

Details of outstanding convertible instruments are as below:

- i. During the year under review, the Company allotted 1,25,00,000 and 1,13,00,000 Optionally Convertible Debentures ('OCDs') respectively, to Biocon Limited of face value ₹ 500/- each for a consideration of ₹ 625,00,00,000/- (Indian Rupees Six Hundred Twenty Five Crore) and ₹ 565,00,00,000/- (Indian Rupees Five Hundred Sixty Five Crore) aggregating to total consideration of ₹ 11,90,00,00,000/- (Indian Rupees One Thousand One Hundred Ninety Crore).
- ii. As on March 31, 2025, Biocon Limited is holding 1,78,10,073 (One Crore Seventy Eight Lakhs Ten Thousand and Seventy Three) Optionally Convertible Debentures, each having face value of ₹10 (Indian Rupees Ten) each.
- iii. As on March 31, 2025, Mylan Inc. is holding 23,11,63,944 Compulsorily Convertible Preference Shares at a face value of ₹10 (Indian Rupees Ten) each.
- iv. As on March 31, 2025, Goldman Sachs India AIF Scheme - 1, holds 78 Optionally Convertible Debentures ('OCDs') and Goldman Sachs India Alternative Investment Trust AIF Scheme - 2 holds 1,047 OCDs at a face value of ₹1,00,00,000 (Indian Rupees One Crore) each.
- v. As on March 31, 2025, ESOF III Investment Fund, a scheme set up under Edelweiss Alternative Investment Trust and Edelweiss Alternative Asset Advisors Limited, holds Compulsorily Convertible Debentures ('CCDs') as set out below:

Sr. No.	Name of the Investor	Type of Securities	No. of Securities	Face Value per security (In ₹)
1.	ESOF III Investment Fund	Series A CCD	47,90,678	10
		Series B CCD	2,52,141	10
		Series C CCD	47,90,678	10
		Series D CCD	2,52,141	10
2.	Edelweiss Alternative Asset Advisors Limited	Series A CCD	2,85,193	10
		Series B CCD	15,010	10
		Series C CCD	2,85,193	10
		Series D CCD	15,010	10

H. Commodity price risk or foreign exchange risk and hedging activities

Part of the Company's payables and receivables in foreign currencies is subject to currency risks, the Company has in place an approved Forex Management policy to minimize the risks associated with foreign currency rate fluctuations. The Company has in place mechanism of reviewing, monitoring and mitigation of commodity price and foreign exchange risks. The details of foreign currency exposure and hedging are disclosed in the Notes to Standalone Financial Statements.

I. Plant locations

1	2	3
Biocon Biologics Limited	Biocon Biologics Limited	Biocon SDN BHD
Biocon Campus, 20th KM, Hosur Rd, Electronic City, Bengaluru, Karnataka, 560100	Biocon Park, Plot No 2 & 3, 4 & 5. Biocon SEZ, Bommasandra Jigani Link Road, Phase 4, Bommasandra Industrial Area, Bommasandra, Bengaluru, Karnataka, 560099	No. 1, Jalan Bioteknologi 1, Kawasan Perindustrian SiLC, 79200 Iskandar Puteri, Johor, Malaysia

J. Address for correspondence

Corporate Governance	Financial Disclosures & Information and Investor Relations
Mr. Akhilesh Nand Company Secretary Tel: 91 80 - 6775 6775 Email: Co.Secretarybiologics@biocon.com	Mr. Kedar Upadhye Chief Financial Officer Tel: 91 80 - 6775 6775 E-mail id: kedar.upadhye@biocon.com
Media & Corporate Communications Ms. Seema Shah Ahuja Senior Vice-President & Global Head Corporate Communications & Corporate Brand Biocon Group Tel: 91 80- 2808 2808 E-mail id: Seema.Ahuja@biocon.com	Registrar and Share Transfer Agents ('RTA') KFin Technologies Limited (Unit: Biocon Biologics Limited) Plot 31-32, Karvy Selenium, Tower B, Gachibowli, Financial District, Nanakramgud, Hyderabad – 500 032 E-mail id: einward.ris@kfintech.com

K. Credit Ratings

During the year under review, CRISIL vide its letter dated November 26, 2024, has reaffirmed its 'CRISIL AA+/ Stable' (pronounced as CRISIL double A plus rating with Stable outlook) on ₹700 crores Bank loan facilities.

L. Other Disclosures

I. Materially significant related party transactions

During the year under review, no materially significant transactions or arrangements were entered into between the Company and its promoters, management, Directors or their relatives, subsidiaries, etc. that may have potential conflict with the interests of the Company at large. The Company has formulated a policy on dealing with Related Party Transactions, which specifies the manner of entering into Related Party Transactions.

II. Vigil Mechanism

The vigil mechanism as envisaged in the Companies Act, 2013 and the rules prescribed thereunder is implemented through the Company's Whistle Blower Policy to adequately safeguard against victimisation of persons who use such mechanism. The Audit Committee oversees the functioning of the vigil mechanism and receives a summary of the Whistle-blowing incidents on a quarterly basis. During the year, no personnel was denied access to the Audit Committee of the Company. The address of the Chairperson of the Audit Committee has been given in the policy for the Directors, employees and all stakeholder associated with the Company to report any matter of concern.

III. Compliance with mandatory and discretionary requirements

The Company has complied with all mandatory requirements prescribed by the Act and the Company has also complied with the below mentioned discretionary requirements, as under:

- **Modified opinion(s) in Audit Report:** During the year under review, there is no audit qualification in the Company's Financial Statements. The Company continues to adopt best practices to ensure regime of unqualified Financial Statements.
- **Reporting of Internal Auditors:** Internal Auditors report functionally to the Audit Committee.

IV. Policy for determining Related Party transactions

The Company has formulated a Policy on materiality of Related Party Transactions and on dealings with such transactions. The policy is available on the website of the Company at <https://www.bioconbiologics.com/docs/Policy-on-Related-Party-Transactions.pdf>

V. Details of utilization of funds raised through preferential allotment

During the year under review, the Company had raised ₹1,190 crores from issuance of 1,25,00,000 and 1,13,00,000

Unlisted, Unrated, Unsecured, Redeemable, Optionally Convertible Debentures ('OCDs') respectively, to Biocon Limited of face value ₹ 500/- each. The funds were raised for general corporate purposes and the funds are deployed accordingly.

VI. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors of the Company

The details of payment made to them on a consolidated basis are available in the Financial Statements of the Company.

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

The disclosure regarding the complaints of sexual harassment are given in the Board's Report.

VIII. Disclosures by the Company and its subsidiaries of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount

There were no loans and advances provided to firms/companies in which Directors of the Company are interested.

IX. Details of material subsidiaries of the Company; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

The Company being unlisted, details of material subsidiaries are not applicable.

X. Disclosures with respect to demat suspense account/unclaimed suspense account

The Company does not have any securities in the demat suspense account/unclaimed suspense account.

XI. Code of Conduct

The Code of Conduct ('the Code') for Board Shareholders and Senior Management Personnel as adopted by the Board, is a comprehensive Code applicable to Directors and senior management personnel. The Code lays down in detail, the standards of business conduct, ethics and strict governance norms for the Board and senior management personnel. A copy of the Code is available on the website of the Company at <https://www.bioconbiologics.com/docs/Code-of-Conduct.pdf>

XII. CEO and CFO certification

In view of the good Corporate Governance, the Chief Executive Officer and the Chief Financial Officer of the Company, have placed before the Board, the requisite Certificate for the Financial Year ended March 31, 2025, certifying the authenticity of the Financial Statements for the year ended March 31, 2025.

XIII. Secretarial Audit

The Secretarial Audit Report of the Company for the year ended March 31, 2025, issued M/s. V. Sreedharan & Associates, Practicing Company Secretaries, the Secretarial Auditor of the Company, forms part of the Board's Report as **Annexure – 3**.

XIV. Agreement on compensation of profit sharing in connection with dealings in securities of the Company

During the Financial Year under review, no employee including Key Managerial Personnel or Director or Promoter of the Company had entered into any agreement, either for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in securities of the Company.

Management Discussion and Analysis Report







Management Discussion and Analysis Report

Overview

Biocon Biologics Limited (BBL) is a unique, fully integrated global biosimilars company with a proven track record across the value chain from R&D to manufacturing and commercialization. A subsidiary of Biocon Limited, BBL is the largest contributor to Biocon Group's revenues and continues to be its fastest-growing business segment.

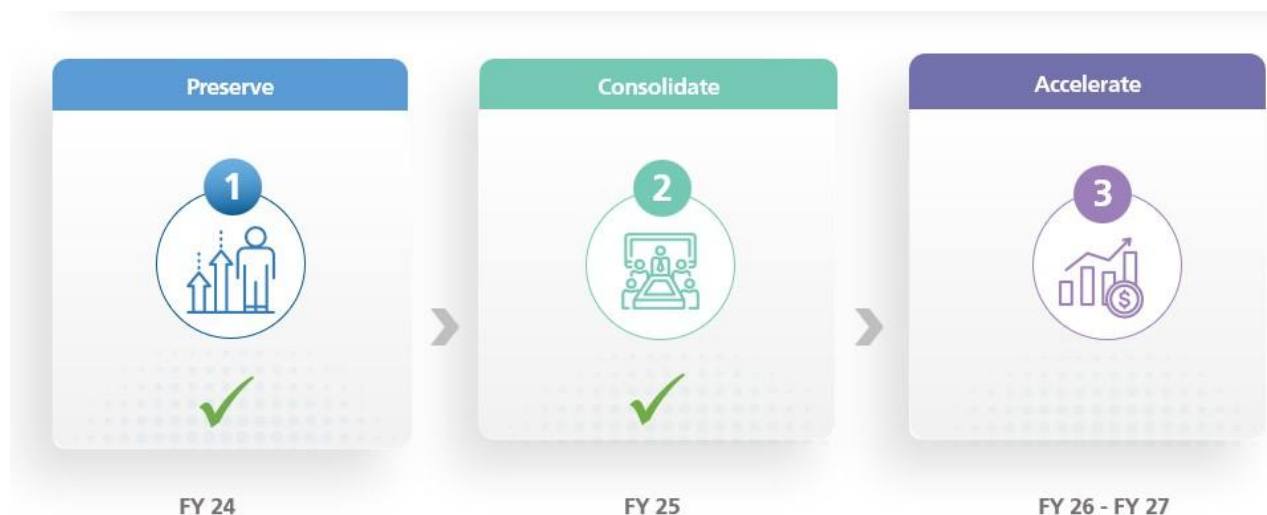
Our journey into biosimilars began in the early 2000s, when we became the world's first company to develop and launch biosimilar human insulin in 2004, leveraging our proprietary *Pichia pastoris* expression platform. Building on this foundation, we expanded into the development of monoclonal antibodies (mAbs) and therapeutic proteins aimed at treating cancer and autoimmune disorders, utilizing advanced mammalian cell culture systems. As a pioneer in the biosimilars space, we have committed ~\$1 billion to date towards establishing cutting-edge R&D infrastructure and ~\$900 million in large-scale global manufacturing capabilities.

As one of the very few global organizations with a comprehensive biosimilars portfolio, Biocon Biologics addresses key therapeutic areas such as oncology, diabetes and immunology. With an unwavering commitment to quality, affordability, and access, BBL is setting new benchmarks in its mission to advance health equity worldwide.

	Approved	Late Stage	Early Stage
 Oncology	<ul style="list-style-type: none"> ✓ Pegfilgrastim ✓ Trastuzumab ✓ Bevacizumab 	<ul style="list-style-type: none"> ✓ Denosumab ✓ Pertuzumab 	<ul style="list-style-type: none"> ✓ 2 undisclosed
 Immunology	<ul style="list-style-type: none"> ✓ Adalimumab ✓ Etanercept ✓ Ustekinumab 		<ul style="list-style-type: none"> ✓ 3 undisclosed
 Diabetes	<ul style="list-style-type: none"> ✓ Glargine U100 ✓ Aspart ✓ rh-Insulin 		<ul style="list-style-type: none"> ✓ Glargine U300
 Bone Health		<ul style="list-style-type: none"> ✓ Denosumab 	
 Ophthalmology	<ul style="list-style-type: none"> ✓ Aflibercept 		
 Others			<ul style="list-style-type: none"> ✓ 1 undisclosed

The year FY25 marked a transformative year for BBL as we celebrated the first anniversary as a fully integrated global biosimilars company. This milestone marks our evolution from a development and manufacturing-focused organization into a unique, fully integrated, patient-centric company with a strong commercial engine with presence in over 120 countries.

Our three-stage strategy—*Preserve, Consolidate, Accelerate*—continues to yield results. Having successfully completed the Preserve phase in FY2024, our focus in FY2025 shifted to Consolidation, laying the groundwork for sustainable growth. We ensured business consolidation by enhancing efficiencies across our value chain, building trust with patients, customers, prescribers, and payors worldwide, and expanding our reach through a combination of our own field force and strategic partnerships.



We also demonstrated predictable and consistent financial performance over the past several quarters following the integration. Additionally, we substantially improved our liquidity profile by refinancing our acquisition loan through a successful USD bond listing and a new syndicated loan facility.

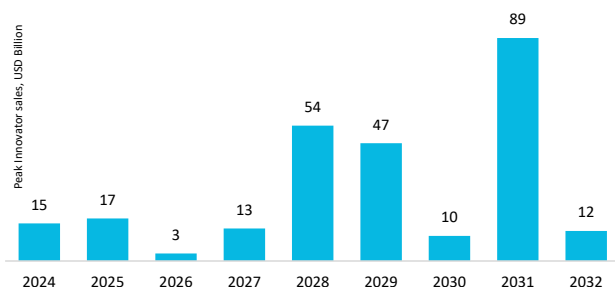
Over the year, we achieved notable market share gains across key geographies, launched over 60 products, and established long-term commercial collaborations, all strong indicators of growing stakeholder confidence in both our products and our people.

Biosimilar Market: Increased Adoption and Growth

The biosimilars segment is rapidly expanding within the global pharmaceutical industry, driven by rising incidences of non-communicable diseases such as diabetes and cancer, along with improved diagnostics, proven safety and efficacy, and growing prescriber confidence.

As exclusivity for major biologic drugs expire, biosimilars offer cost-effective alternatives. Developed with the same scientific rigor and quality standards, they address critical challenges of affordability and access while keeping patient needs at the forefront. Regulatory support, along with growing physician and patient confidence, is accelerating their adoption across key therapeutic areas.

Exhibit2: Upcoming Opportunities in the Global Biosimilars Market, 2014-2032F



40+ blockbuster biologics set to lose exclusivity between now and 2032 with a cumulative **USD260B+** opportunity¹

As a result, the uptake rate in the first year after biosimilar entry has surged from 5%-40% to nearly 75%. Currently, over 70 biosimilars have been approved in the U.S. across 21 molecules, and more than 90 biosimilars have been approved in Europe across over 25 molecules¹.

Despite the U.S. being an advanced market, the entry of biosimilars often coincides with branded biologics becoming more affordable. Biosimilars adoption has not only reduced healthcare costs but has also significantly increased access.

Emerging markets are also witnessing rapid adoption of biosimilars, fueled by the growing demand for affordable healthcare solutions. As healthcare systems in these regions face the dual challenge of rising disease prevalence and limited resources, biosimilars provide a viable solution to reduce the financial burden on both patients and healthcare systems.

Biosimilars Market: Regulatory and Policy Trends

Polymakers around the world are increasingly recognizing the potential of biosimilars to address challenges related to healthcare affordability and access. In many countries, legislative efforts are focused on promoting biosimilars as a cost-effective alternative to expensive biologic drugs. By incentivizing biosimilar development through regulatory frameworks, lawmakers aim to foster competition and reduce overall healthcare spending.

For example, in the U.S., the FDA's Biosimilars Action Plan (BAP) seeks to streamline biosimilar development and approval processes. The BAP focuses on improving regulatory clarity, enhancing communication with stakeholders, and supporting biosimilar adoption by addressing misinformation and deterring anti-competitive behavior.

Similarly, in Europe, lawmakers are encouraging biosimilar adoption through policies that promote substitution and improve access to high-quality treatments.

There is also a growing global emphasis on the localization of pharmaceutical production within regional markets. This shift is driven by trade policies, regulatory changes, and strategic goals focused on enhancing supply chain resilience and ensuring consistent access to essential medicines. As a result, companies are increasingly forming partnerships with local

entities to navigate complex regulatory environments and improve market penetration.

Moreover, the integration of digital technologies, such as artificial intelligence (AI) and digital twins, is revolutionizing biosimilar development. These tools enhance manufacturing precision and accelerate clinical trial processes, contributing to more efficient and cost-effective production. Leading biosimilars companies, including Biocon Biologics, are running AI pilots at various stages of the product value chain to improve operational efficacies and reduce development timelines.

Diabetes Portfolio- A Key Differentiator

Diabetes has emerged as one of the most pressing global health challenges of the 21st century. According to the International Diabetes Federation's 2025 Diabetes Atlas, approximately 589 million adults aged 20–79 are living with diabetes worldwide equating to about 1 in 9 individuals. The prevalence of diabetes has quadrupled since 1990, with projections indicating that the number of affected adults could soar to 853 million by 2050.

At the heart of the fight against diabetes is insulin therapy. Advances in insulin formulations and delivery methods have significantly improved the management of the disease, yet there remains a global disparity in access to these life-saving treatments.

Our insulin portfolio plays a crucial role in our broader mission to enhance access to critical medicines, especially in regions where healthcare resources are limited. By expanding the availability of affordable, high-quality insulin, we aim to bridge this gap and ensure that all patients, regardless of their location or income- have the opportunity to manage their diabetes effectively.

In 2024, Biocon Biologics, along with its partners, emerged as the third-largest supplier by biologic volume of both rh-Insulin and insulin glargine U100 worldwide¹. Moreover, we ranked among the top five suppliers by biologic volume in 2024 across the entire insulin market, including basal, rapid-acting, and premixed insulins.

We are witnessing a surge in global demand for Insulins. Given our global scale manufacturing capacities, we are well placed to capitalize on this large opportunity. The Biocon Group is also uniquely positioned to address the growing global burden of 'Diabesity' through its portfolio and pipeline of Insulins and GLP-1s.

Biocon Biologics Commercial Performance

Advanced Markets

North America

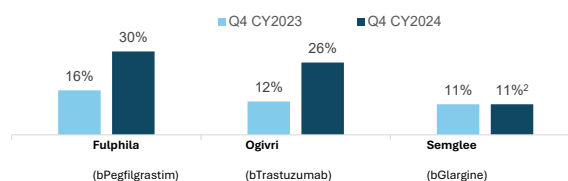
Biocon Biologics demonstrated strong performance across its product portfolio in the United States. The Company continues to deliver market share increases in the oncology franchise, with **Ogivri® (bTrastuzumab)** and **Fulphila™ (bPegfilgrastim)** both gaining traction. Market shares for Ogivri® in the IV segment more than doubled, increased to 26% in Q4 CY 2024 from 12% in Q4 CY 2023, while Fulphila™ increased to 30% in Q4 CY 2024 from 16% in Q4 CY 2023 over the past year¹. Market shares of our Semglee® and Insulin Glargine franchise also continue to be in mid-to-high-teens including all channels. The growth in the market reflects the solid foundation we have built in the U.S. and was driven by key formulary wins, increased pull through at the physician level and a robust pricing strategy.

The company also entered into a strategic partnership with Civica, Inc., a U.S.-based nonprofit pharmaceutical organization, to enhance the

accessibility and affordability of Insulin Aspart in the United States. This collaboration aims to address the critical need for affordable insulin among the approximately 38.4 million Americans living with diabetes.

We also launched YESINTEK™ (ustekinumab-kfce) in the United States which is one of the first Stelara® (ustekinumab) biosimilar market entrants in the country and the fifth product from our portfolio to be commercialized in the country. There has been strong uptake for the product with formulary coverage of over 100 million patient lives and strong adoption at the physician level. The health plans and insurers covering Yesintek™ include: CVS Health, Express Scripts National Preferred Formulary (NPF), UnitedHealth, Cigna, Navitus, Med Impact, Costco Health Solutions, multiple Blue Cross Blue Shield Plans and several closed-door health systems.

Exhibit 5: US Market Share¹



In Canada, market shares have remained stable, with Ogivri®, our biosimilar trastuzumab holding 29% and Hulio, our biosimilar adalimumab at 8% as of Q4 CY2024¹.

Europe

In Europe, our biosimilars continue to demonstrate steady growth. Ogivri® (bTrastuzumab) grew from 10% in Q4 CY 2023 to 15% in Q4 CY 2024 and Abevmy® (bBevacizumab) increased its market share to 9% in Q4 CY 2024, up from 6% in Q4 CY 2023¹. The growth is primarily driven by key markets such as the Germany, France, Italy, UK, and Spain. Our Adalimumab franchise in Europe remains a significant contributor to our revenue, reflecting sustained market performance and continued prescriber confidence. We have also expanded our Immunology offering with the launch of Yesintek® (bUstekinumab) in Germany during the last financial quarter of FY25.

Japan, Australia and New Zealand (JANZ)

In the JANZ markets, we are seeing continuous momentum across our key products. In Australia, our oncology portfolio bTrastuzumab and bBevacizumab recorded considerable growth, driven by multiple hospital tender wins. The market share of Ogivri® (bTrastuzumab) rose to 21% in Q4 CY2024, up from 16% in Q4 CY2023¹. Our commercial partner, Yoshindo Inc., has launched biosimilar Ustekinumab in Japan. Developed and manufactured by Biocon Biologics, the product is being commercialized and marketed in the region through this exclusive partnership.

We continue to work closely with our integrated partner network in the JANZ region to improve access to our portfolio and broaden the reach of high-quality biosimilars.

Source: 1. The data presented hereunder inter alia volumes, projections, market share, is based solely on our study, interpretation and conclusion derived through analysis of different data sets from varied sources inter alia IQVIA | 2. Does not include Govt business and IDNs which are not captured by IQVIA but is a sizable share of BBL business.

Emerging Markets

The Emerging Markets segment closed the year on a strong note, progressing steadily from a phase of consolidation to one of acceleration.

We continue to maintain leadership positions across several geographies providing affordable access to patients across Emerging Markets. We remain at the forefront in providing access to both Human and Biosimilar Insulin in all major markets notably Malaysia & Mexico. We continue to focus on oncology biosimilars in both private and tender segments of the market and have leadership position in various markets in LATAM, AFMET and APAC like Brazil, Philippines, South Africa, Tunisia Turkey and others. Our foray into the immunology segment with the launch of bAdalimumab and bEtanercept has gone as per plan, seeing us generate market share in countries like Saudia Arabia and LATAM region. We remain steadfast in our commitment to expand access to our lifesaving medicines for patients across Emerging Markets. Throughout the year, we launched over 40 products across multiple geographies in the Emerging Markets.

Exhibit 6: Market Shares by Volume for Commercialized products in key Emerging Markets

Emerging Markets			
Region	Country	Product	Market Share
LATAM	Brazil	bTrastuzumab	37%
	Mexico	rh-Insulin	95%
		Inuslin Glargine	95%
APAC	Indonesia	bTrastuzumab	79%
	Malaysia	rh-Insulin	70%
		bTrastuzumab	37%
	Philippines	bTrastuzumab	54%
	Vietnam	bTrastuzumab	40%
AFMET	Egypt	bTrastuzumab	51%
	Morocco	bTrastuzumab	52%
	Saudi Arabia	bAdalimumab	70%
	South Africa	bBevacizumab	74%
		bTrastuzumab	99%

Note: The data presented hereunder inter alia volumes, projections, market share, is based solely on our study, interpretation and conclusion derived through analysis of different data sets from varied sources inter alia IQVIA, April CY 25

Exhibit 7: Launches across markets

Product Launches in FY25	
ADVANCED MARKETS	
Ustekinumab	US, Germany, Japan
Bevacizumab	Spain, Portugal, Austria, UK, Romania, Hungary
Trastuzumab	UK
Pegfilgrastim	Romania, Belgium, Spain, Portugal
Adalimumab	Romania
Etanercept	Spain, Portugal, Romania, Czech Republic, Slovakia
Aspart	Germany
EMERGING MARKETS	
Bevacizumab	Panama, Peru, Mexico, Dominican Republic, Bolivia, Trinidad & Tobago, Botswana, Tanzania, Vietnam, UAE, Saudi Arabia, Israel, Palestine, Brazil
Trastuzumab	Botswana, Libya, Ecuador
Pegfilgrastim	Zimbabwe, Libya, Saudi Arabia, Ecuador, Vietnam
Adalimumab	Guatemala, Syria, Egypt, Zimbabwe, Saudi Arabia,
Etanercept	Peru, Morocco, Saudi Arabia

Insulin Glargine	Saudi Arabia, Myanmar, Cambodia, Egypt, Botswana, Zimbabwe, Angola, Argentina
rh-Insulin	Nigeria, Ecuador, Cambodia
Aspart	Argentina, Zimbabwe, Botswana

Portfolio and Regulatory Milestones

During the year we achieved several key regulatory milestones while our pipeline continued to progress well which will be a key driver of future growth.

bUstekinumab

YESINTEK®, a biosimilar of Ustekinumab, has received marketing authorisation from the European Commission (EC) for use across the European Union (EU). Simultaneously, the product has been approved by Japan's Pharmaceuticals and Medical Devices Agency (PMDA). In the United Kingdom (UK), the Medicines and Healthcare products Regulatory Agency (MHRA) has also granted marketing authorisation.

The Company has also signed a settlement and license agreement with Janssen (Janssen Biotech Inc., Janssen Sciences Ireland, and Johnson & Johnson), paving the way for commercialization of YESINTEK® in Europe, the UK, Canada, and Japan. Earlier, the Company had entered into a similar agreement with Janssen Biotech Inc. and Johnson & Johnson (collectively referred to as Janssen), enabling the launch of YESINTEK™ in the United States.

Additionally, Biocon Biologics announced positive results from a pivotal Phase 3 randomized, double-blind, parallel group, multicenter study comparing YESINTEK® to Stelara® in adults with moderate to severe chronic plaque psoriasis, with data being presented at the 2025 American Academy of Dermatology (AAD) Annual Meeting in Orlando, Florida.

bDenosumab

We received positive CHMP opinions in Europe for our biosimilar Denosumab candidates across distinct therapeutic indications. Additionally, the U.S. FDA also validated our Biologics License Application (BLA) filing for biosimilar Denosumab.

bBevacizumab

The U.S. FDA has approved Jobevne™ (bevacizumab-nwgd), a biosimilar Bevacizumab for intravenous use. JOBEVNE™, a recombinant humanized monoclonal antibody used to treat several different types of cancer, is a biosimilar to the reference product Avastin® (bevacizumab). The approval of JOBEVNE™ expands Biocon Biologics' biosimilar oncology portfolio in the U.S., which also includes OGIVRI® (Trastuzumab-dkst) and FULPHILA™ (Pegfilgrastim-jmdb).

bAflibercept

Biocon Biologics has signed a settlement and license agreement with Regeneron, clearing the way to commercialize YESAFILI™ (aflibercept-jbvf), an interchangeable biosimilar of aflibercept, in the United States. This agreement enables the Company to launch the product in the U.S. in the second half of calendar year 2026, or earlier under certain circumstances.

Additionally, Biocon Biologics has secured a settlement agreement in Canada with Bayer Inc. and Regeneron Pharmaceuticals, Inc., allowing for the launch of YESAFILI™ no later than July 1, 2025.

YESAFILI, a vascular endothelial growth factor (VEGF) inhibitor used to treat various ophthalmology conditions, is a biosimilar of the reference product

Biocon Biologics Limited

EYLEA® (afibercept). The product has already received approvals from several key regulators, including the U.S. FDA, MHRA, EMA, and provisional approval from Health Canada.

Exhibit 8: Approvals across markets

ADVANCED MARKETS	
Ustekinumab	U.S., Japan, Europe
Etanercept	New Zealand
Aflibercept	U.S.
Aspart	New Zealand

EMERGING MARKETS	
Bevacizumab	Chile, Argentina, Ecuador, Ghana, Saudi Arabia, Belarus, Palestine, Bangladesh, Vietnam, Egypt, Jamaica
Trastuzumab	Tanzania, Paraguay, Honduras, Gulf Cooperation Council (GCC), Uganda,
Pegfilgrastim	Chile, Mexico, Lebanon, Vietnam
Adalimumab	Bahrain, Tunisia, Ghana, Bangladesh, Colombia, Peru, Iraq
Etanercept	Panama, Laos, Bahrain, Iraq, DR
Aflibercept	Bahrain, Turkey, Malaysia
Insulin Glargine	Chile, Argentina, Peru, Jordan, Gulf Cooperation Council (GCC), Iraq
rHI	Argentina, Nepal, Egypt
Aspart	Zimbabwe

Facility and Audit Updates

The U.S. Food and Drug Administration (FDA) has classified all of our facilities in Bengaluru, India, as Voluntary Action Indicated (VAI).

Similarly, our facility in Malaysia has received a VAI classification from the U.S. FDA. As a next step, we are awaiting the approval of our bAspart product from the agency in Malaysia.

These classifications have paved the way for launching several products in the U.S and enhance access to our life-saving medicines. In the near term, we expect to launch five products in the U.S. market including bUstekinumab, bBecavizumab and bAspart.

The European Medicines Agency has renewed its Good Manufacturing Practice (GMP) Certificates of Compliance for its biosimilars manufacturing facility at Bengaluru and its insulin facility in Malaysia following routine GMP inspections, and as a result, none of our products require a pre-licensing inspection for the next three years.

In addition, the Company also received approval from the Pharmaceuticals and Medical Devices Agency (PMDA) of Japan for its mabs site in Bangalore.

To date, our facilities have secured more than 90 cGMP approvals from over 25 regulatory agencies, including the U.S. FDA and EMA. These approvals underscore Biocon Biologics' compliance to the highest international regulatory standards and unlock significant additional capacity to cater to the needs of patients well as our pipeline products.

ESG

ESG is core to our business operations. As part of our environmental, social, and governance (ESG) commitment, we are advancing the health of patients, people, and the planet to achieve key UN Sustainable Development Goals (SDGs). At the heart of our mission is the commitment to providing access to life-saving medicines for patients, and we remain steadfast in our efforts to increase product approvals and launches in LIC/LMIC countries.

Over the year, we made significant progress across several key sustainability parameters, including reductions in carbon emissions, waste generation, and freshwater consumption. We also launched a global volunteering policy to promote employee engagement and social responsibility.

Biocon Biologics made its first independent submission to the Dow Jones Sustainability Indices (DJSI) and earned recognition in the S&P Global Sustainability Yearbook. Additionally, Biocon Biologics is a signatory to the United Nations Global Compact.

We also advanced our human capital initiatives by strengthening employee engagement and improving gender diversity. Notably, we released our Gender Pay Gap report, which demonstrated a global pay parity of over 95% - indicating immaterial gap overall.

In FY25, we also initiated projects to align our emissions targets with the Science Based Targets initiative (SBTi) guidelines (work in progress) to make our ESG approach more global and reflective of the evolved nature of our business.

Financial Update

In FY25, we recorded revenue of ₹ 90,174 million, a strong 15% year-on-year growth on a like-to-like basis¹ driven by robust performance in Advanced and Emerging Markets.

The business delivered ₹ 30,274 million in EBITDA. This includes proceeds from the strategic business transfer agreement with Eris Lifesciences for the BFI segment. Adjusting for the income from the Eris transaction, business achieved ₹ 19,701 million in EBITDA representing healthy margin of 22%. We have continued to invest in our pipeline to support future growth with our R&D spends at 7% of revenues.

We ended the year on a strong note and remain focused on delivering profitable and sustainable growth.

During the year, we successfully completed a debut USD 800 million Senior Secured Notes issuance, listed on the Singapore Exchange, alongside securing a new USD 320 million syndicated debt facility. Proceeds from these transactions were utilized to refinance existing debt of USD 1.1 billion (₹ 93,468 million). This strategic refinancing strengthens our financial flexibility and positions Biocon Biologics for long-term growth as we consolidate our business operations.

Our FY26 Outlook

In summary, this has been a year of advancing our reach, strengthening our position as a global biopharmaceutical organization, and sustaining growth momentum.

Looking ahead, we are committed to the next phase of our strategic journey — accelerating growth of our existing portfolio, broadening our geographical footprint, and gearing for a series of new product launches. These upcoming launches are expected to serve as key catalysts for driving sustainable and profitable growth in the years ahead.

Financial Performance - An Overview

Consolidated Balance Sheet

The following table highlights the Consolidated Balance Sheet as on March 31, 2025 (FY25) and March 31, 2024 (FY24)

¹ After adjusting for BFI revenue, divestment gain and licensing income
BFI: Branded Formulation India

All figures in ₹ million

Particulars	FY 25	FY 24	Change
Assets			
Non-current assets			
Tangible, Intangible and Right-of-use assets	1,61,632	1,58,905	2%
Goodwill	1,67,593	1,63,460	3%
Financial assets	144	1,133	-87%
Income-tax assets (net)	824	574	44%
Deferred tax assets (net)	761	2,568	-70%
Other non-current assets	3,645	3,529	3%
	3,34,599	3,30,169	1%
Current assets			
Inventories	33,333	37,092	-10%
Financial assets	71,622	59,992	19%
Other current assets	3,900	3,839	2%
	1,08,855	1,00,923	8%
Total	4,43,454	4,31,092	3%
Equity and Liabilities			
Equity share capital	13,217	13,217	-
Other equity	1,83,711	1,70,192	8%
	1,96,928	1,83,409	7%
Non-current liabilities			
Financial liabilities	1,35,513	1,22,163	11%
Deferred tax liability (net)	2,612	3,950	-34%
Provisions and other non-current liabilities	2,473	2,015	23%
	1,40,598	1,28,128	10%
Current liabilities			
Financial liabilities	1,02,024	1,16,652	-13%
Income-tax liability (net)	496	986	-50%
Provisions and other current liabilities	3,408	1,917	78%
	1,05,928	1,19,555	-11%
Total	4,43,454	4,31,092	3%

Non-current assets

No significant movement in the non-current assets. Impact of additions in Tangible, Intangible and Right-of-use assets was partly offset by depreciation and amortization. Management conducted the impairment assessment for intangibles and goodwill and concluded that there was no impairment as at March 31, 2025 for the carrying values in the books.

Current assets

Current assets is primarily representative of inventories, trade receivables and cash and bank balances. Increased current asset is reflective of improved business performance driven by inventory optimization and factoring arrangement for trade receivables. This has resulted in net increase in cash and cash equivalent for FY25 amounting to ₹ 13,289 million.

Other equity

Other equity mainly comprises of securities premium, reserves and surplus, equity component of preference shares, optionally convertible debentures and other reserves. Profits for the year contributed for the increase in the Other equity balance.

Non-current liabilities

Infusion of funds from Biocon Limited in form of optionally convertible debentures resulted in increase in Non-current liabilities.

Current liabilities

The Company had an obligation to pay Viatri deferred consideration towards acquisition of biosimilar business. Obligation under deferred consideration was completed and Company entered into a full and final settlement agreement with Viatri. Also refer note 18 in the Consolidated financial statement.

Debt and equity

Total debt as at March 31, 2025 stood at ₹ 157,890 million (March 31, 2024: ₹ 1,36,866 million) (Refer note 32 of the Consolidated Financial Statements of Biocon Biologics Limited) and the debt equity ratio stood at 0.79 (March 31, 2024: 0.74). Increase in debt equity ratio on account of OCD issuance to Biocon Limited.

Consolidated Statement of Profit and Loss

The following table highlights key components of the statement of Profit and Loss for the fiscal years ended March 31, 2025 (FY25) and March 31, 2024 (FY24)

All figures in ₹ million

Particulars	FY 25	FY 24	Change
Revenue from operations ("Revenue")	90,174	88,242	2%
Other income	11,270	1,764	5.4x
Total income	1,01,444	90,006	13%
Expenses			
Cost of goods sold	30,551	27,321	12%
Employee benefit expense	15,619	12,702	23%
Finance costs	8,249	8,637	-4%
Depreciation and amortisation expense	11,149	10,302	8%
R&D expenses, net of recovery from co-development partners	5,921	9,110	-35%
Other expenses	19,079	18,977	1%
Total expenses	90,568	87,049	4%
Profit before tax and exceptional item	10,876	2,957	2.7x
Exceptional item	806	166	3.9x
Profit before tax	11,682	3,123	2.7x
Tax expense	2,786	941	2x
Profit for the year	8,896	2,182	3x
Other comprehensive income	4,084	2,610	56%
Total comprehensive income	12,980	4,792	1.7x

Revenue

In FY25, we recorded revenue of ₹ 90,174 million, a strong 15% year-on-year growth on a like-to-like basis² driven by robust growth in Advanced and Emerging Markets.

Other income includes net proceeds from Eris Lifesciences amounting to ₹ 10,573 million towards long-term commercial collaboration agreement.

2 After adjusting for BFI revenue, divestment gain and licensing income.

Cost of Goods Sold

Material costs for the year comprised of raw materials, packing materials, traded goods and change in inventories. Cost of material consumed, as a percentage of revenue from operations continues to be in range of 30% to 35%.

Employee Benefit Expenses

Our employee benefit expenses comprise the following items:

- Salaries, wages, allowances and bonuses
- Contributions to Provident Fund
- Contributions to gratuity provisions
- Amortisation of employees' stock compensation expenses, and welfare expenses (including employee insurance schemes)

Employees from Viartis were transitioned to Biocon Biologics in FY24 on various TSA cut over date. FY25 financials account for full year payroll cost for these employees, resulting in increased cost in line item for Employee benefits expenses with a corresponding decrease in the other expenses as the TSA expenses came down in FY25.

Research and Development Expenses, Net of Recovery

The net R&D expenditure is for FY25 is at ₹ 5,921 million (₹ 9,110 million in FY24) to drive to fuel the mid and longer-term portfolio growth. R&D expenses are lower than last year considering cyclic nature of spends, where significant spends are during the clinical phase.

Depreciation and Amortization

Depreciation and amortization includes depreciation on property, plant and equipment and amortization of intangible assets. Additions to Tangible, Intangible and Right-of-use assets in FY25 resulted in increased depreciation and amortization.

Finance Costs

Marginal decrease in finance costs due to improved funding rates at time of refinancing.

Other Expenses

Other expenses comprises of power & fuel costs, legal and professional charge, TSA expenses, repairs and maintenance, other selling expenses such as freight outward and general overheads. Decrease is primarily due to lower TSA expenses which saw corresponding increase in employee benefit expenses.

Exceptional Items (net)

The Exceptional items during FY 25 comprised the following:

1. During the year ended March 31, 2025, the Group has raised fund through issue of senior secured notes amounting to ₹ 66,763 million (USD 800 million) and new syndicated facility amounting to ₹ 26,705 million (USD 320 million). The funds are utilised to refinance existing term loans. The unamortized portion of debt raise cost of the retired term loans amounting to ₹ 1,216 million is written-off to profit and loss account, classified as an exceptional item in the consolidated Financial Statements. Consequential tax impact of ₹ 304 million was included within tax expense for the year ended March 31, 2025.
2. During the year ended March 31, 2024, the Group had received ₹ 18,269 million (USD 220 million) towards working capital under the terms of the definitive agreement [out of total contingent consideration receivable of ₹ 20,835 million (USD 250 million)]. The Group had recorded these receivables at fair value of ₹ 10,219 million at the time of settlement having regard to the timing and probability of recovery. The resulting difference of ₹ 8,050 million is recorded as a gain in the profit and loss account, classified as an exceptional item in the consolidated Financial Statements. Consequential tax impact of ₹ 407 million was included within tax expense for the year ended March 31, 2024. The remaining contingent consideration receivable of USD 30 million was recorded at fair value at ₹ 750 million under "other financial assets" as at March 31, 2024 [refer note 5(a) of consolidated Financial Statements].

Further, during the year ended March 31, 2025, the Group has settled the working capital ₹ 2,518 million (balance contingent consideration receivable of USD 30 million). The Group had recorded these receivables at fair value of ₹ 1,382 million at the time of settlement having regard to the timing and probability of recovery. The resulting difference of ₹ 1,136 million is recorded as a gain in the statement of profit and loss as an exceptional item in the consolidated Financial Statements. Consequential tax impact of ₹ 284 million was included within tax expense for the year ended March 31, 2025.
3. The Group previously recorded a provision for inventory related to a product with low demand, resulting in a reduced likelihood of liquidation, amounting to ₹ 2,366 million in the consolidated statement of profit and loss for the year ended March 31, 2024, classified as an exceptional item. The associated tax impact of ₹ 296 million was included in the tax expense for the year ended March 31, 2024.

During the year ended March 31, 2025, the Group liquidated inventory amounting to ₹ 886 million, the provision for which was recorded within exceptional item in earlier period. Hence, the provision for such inventory has been reversed with a corresponding credit to exceptional item in the consolidated Financial Statements. The associated tax impact of ₹ 145 million is included in the tax expense for the year ended March 31, 2025.

Other Comprehensive Income

Other comprehensive income includes re-measurement gains/losses on defined benefit plans, gains/losses on hedging instruments designated as cash flow hedges and exchange differences on translation of foreign operations (FCTR). The increase is primarily due to exchange difference on translation of foreign operations ₹ 5,013 million in FY25 as against ₹ 1,959 million in FY24.

Key financial ratios

Ratio	FY 2024-25	FY 2023-24
Revenue Growth	2% ¹	58%
Core EBITDA margin	30%	30%
R&D as % of sales	7%	10%
EBITDA margin	34% ²	25%
Effective tax Rate ³	24%	31%
Debtors' turnover	2.20	2.47
Current ratio	1.03	0.84
Debt equity ratio ⁴	0.79	0.74

¹FY25 represents 15% growth on like-to-like basis after adjusting for BFI revenue, divestment gain and licensing income

²FY25 EBITDA margin excluding ERIS collaboration gain stands at 22%

³Excludes tax impact on exceptional items

⁴Equity includes NCRPS and OCRPS issued to Biocon Limited

Standalone Financial Statements

Independent Auditor's Report

To the Members of **Biocon Biologics Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Biocon Biologics Limited (the "Company") and its employee welfare trust which comprise the standalone balance sheet as at 31 March 2025, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information (herein 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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 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 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 on the standalone financial statements.

Management's and Board of Directors'/Board of Trustees' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the Company/Board of Trustees of the employee welfare trust ("Trust") are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of Company/Trust 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, the respective Management and Board of Directors/Board of Trustees are responsible for assessing the ability of the Company/Trust to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors/Board of Trustees either intends to liquidate the Company/Trust or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors/Board of Trustees are responsible for overseeing the financial reporting process of the Company/Trust.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation

of standalone financial statements 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.

We communicate with those charged with governance of the Company 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid standalone financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 01 April 2025 to 05 May 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the

paragraph 2A(b) above on reporting under Section 143(3) (b) of the Act and paragraph [2B(f)] below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. 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:
 - a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its standalone financial statements - Refer Note 33 (i) to the standalone financial statements.
 - b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 31 to the standalone financial statements.
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - d. (i) The management of the Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 41 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management of the Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 41 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) 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 (i) and (ii) above, contain any material misstatement.

- e. The Company has neither declared nor paid any dividend during the year.
- f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that the audit trail was not enabled
 - (i) at the database level for the period from 1 April 2024 to 24 October 2024. Also, for one database user, the audit trail was not enabled for the period from 1 April 2024 to 25 February 2025;
 - (ii) at the application level for certain fields / tables relating to all the significant processes and
 - (iii) for certain changes at the application level which were performed by users having privileged access rights.

Further, for the periods where audit trail (edit log) facility was enabled and operated, we did not come across any instance of audit trail feature being tampered with.

Additionally, except where the audit trail was not enabled in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sanjay Sharma
Partner
Membership No.: 063980
ICAI UDIN:25063980BMONVP9517

Place: Bengaluru
Date: 06 May 2025

Annexure A to the Independent Auditor's Report

on the Standalone Financial Statements of Biocon Biologics Limited for the year ended 31 March 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained by the management and for goods-in-transit subsequent evidence of receipts has been traced with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees in aggregate from banks. However, these loans are not secured with the current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties during the year. The Company has made investments, provided guarantee or security to subsidiary companies. The Company has not made any investments, provided guarantee or security in firms, limited liability partnership or any other parties.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has given guarantee and security to subsidiary as below:

Particulars	Guarantees (INR Million)	Security (INR Million)	Loans (INR Million)	Advances in nature of loans (INR Million)
Aggregate amount during the year	95,681 million	95,681 million	-	-
Subsidiaries*				
Balance outstanding as at balance sheet date	96,535 million	95,681 million	-	-
Subsidiaries*				

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of Investment made, guarantee or security provided are not prejudicial to the interest of the company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loan or advance in the nature of loan to any party during the year. Accordingly, clause 3(iii)(c) to (iii)(f) of the order is not applicable.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security to any other company other than to its wholly owned subsidiary and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods or services provided by it and are

of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues

have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (INR Million)*	Amount paid under protest (INR in Million)*	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	1,048	166	FY 2009-10, FY 2015-16, FY 2018-19 and FY 2019-20	CIT (Appeals)
Income Tax Act, 1961	Income Tax	642	-	FY 2011-12 & FY 2020-21	ITAT
Income Tax Act, 1961	Income Tax	41	-	FY 2019-20	Transfer Pricing Officer
Income Tax Act, 1961	Income Tax	3	-	FY 2017-18	Assessing Officer
Income Tax Act, 1961	Income Tax	0.2	0.2	FY 2018-19	CPC
Goods and Services Act, 2017	Goods and Services Tax	1,163	149	FY 2019-20	Appeallate
Goods and Services Act, 2017	Goods and Services Tax	8	-	FY 2019-20	Commissioner
Goods and Services Act, 2017	Goods and Services Tax	48	-	FY 2020-21	Assistant Commissioner
Goods and Services Act, 2017	Goods and Services Tax	13	-	FY 2020-21	Deputy Commissioner
Value Added Tax Act, 2005	Value Added Tax	2	1	FY 2005-06	Commissioner (Appeal)
Entry Tax (The West Bengal Tax on Entry of Goods into Local Area Act 2012)	Entry Tax	20	20	FY 2012-13 to FY 2016-17	High Court of West Bengal
Value Added Tax Act, 2005	Value Added Tax	81	8	FY 2008-09 to FY 2015-16	Joint Commissioner (Appeal)
Value Added Tax Act, 2005	Value Added Tax	2	-	FY 2017-18	Additional Commissioner (Appeal)
Central Sales Tax Act 1956	CST	38	1	FY 2008-09 to 2013-14	Joint Commissioner (Appeal)
Central Sales Tax Act 1956	CST	2	-	FY 2017-18	Additional Commissioner (Appeal)

* All the figures are gross of amount paid under protest and have been rounded off to millions.

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

- (d) According to the information and explanations given to us and on an overall examination of the standalone financial statement of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of preferential allotment of optionally convertible debentures made during the year, the Company has duly complied with the requirements of Section 42 and Section 62 of the Act. The proceeds from issue of optionally convertible debentures have been used for the purposes for which the funds were raised.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sanjay Sharma

Partner

Membership No.: 063980

ICAI UDIN:25063980BMONVP9517

Place: Bengaluru

Date: 06 May 2025

Annexure B to the Independent Auditor's Report

on the standalone financial statements of Biocon Biologics Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Biocon Biologics Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note 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 were 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 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 standalone 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 financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sanjay Sharma

Partner

Membership No.: 063980

ICAI UDIN:25063980BMONVP9517

Place: Bengaluru

Date: 06 May 2025

Standalone Balance Sheet

as at March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Note	March 31, 2025	March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	24,569	18,344
Capital work-in-progress	3(a)	4,500	12,228
Other intangible assets	4	1,118	1,144
Right-of-use assets	3(b)	960	1,325
Financial assets			
(i) Investments	5(a)	181,862	173,538
(ii) Derivative assets		15	86
(iii) Other financial assets	6(a)	77	75
Income-tax assets (net)		775	573
Deferred tax assets (net)	7	660	1,872
Other non-current assets	8(a)	2,564	1,992
Total non-current assets		217,100	211,177
Current assets			
Inventories	9	15,490	14,277
Financial assets			
(i) Investments	5(b)	1,103	-
(ii) Trade receivables	10	21,549	16,322
(iii) Cash and cash equivalents	11	994	864
(iv) Bank balance other than (iii) above	11	4,593	531
(v) Derivative assets		41	222
(vi) Other financial assets	6(b)	4	191
Other current assets	8(b)	1,202	1,760
Total current assets		44,976	34,167
TOTAL ASSETS		262,076	245,344
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12(a)	13,217	13,217
Other equity	12(b)	169,675	161,043
Total equity		182,892	174,260
Non-current liabilities			
Financial liabilities			
(i) Borrowings	13	24,222	29,282
(ii) Lease liabilities	27	863	1,142
(iii) Derivative liabilities		974	1,163
(iii) Other financial liabilities	18(a)	8,970	7,426
Provisions	14(a)	409	385
Other non-current liabilities	15(a)	885	1,071
Total non-current liabilities		36,323	40,469
Current liabilities			
Financial liabilities			
(i) Borrowings	16	34,019	20,857
(ii) Lease liabilities	27	379	539
(iii) Trade payables	17		
Total outstanding dues of micro and small enterprises		268	297
Total outstanding dues of creditors other than micro and small enterprises		5,691	5,453
(iv) Derivative liabilities		40	2
(v) Other financial liabilities	18(b)	1,656	2,492
Other current liabilities	15(b)	276	439
Provisions	14(b)	532	536
Income tax liabilities (net)		-	-
Total current liabilities		42,861	30,615
TOTAL LIABILITIES		79,184	71,084
TOTAL EQUITY AND LIABILITIES		262,076	245,344

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **B S R & Co. LLP**for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Standalone Statement of Profit and Loss for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Note	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	19		
Sale of products		22,417	21,171
Sale of services		5,214	5,678
Other operating revenue		1,912	4,084
Other income	20	15,941	6,814
Total income		45,484	37,747
EXPENSES			
Cost of raw materials and packing materials consumed	21	10,547	9,394
Purchases of traded goods		18	944
Changes in inventories of traded goods, finished goods and work-in-progress	22	(1,470)	253
Employee benefits expense	23	6,418	7,426
Finance costs	24	4,299	2,585
Depreciation and amortisation expense	25	3,067	2,722
Other expenses	26	10,924	10,025
		33,803	33,349
Less: Recovery of cost from co-development partners (net)		-	(10)
Total expenses		33,803	33,339
Profit before exceptional item and tax		11,681	4,408
Exceptional items	37	-	(82)
Profit/(loss) before tax		11,681	4,326
Tax expense	29		
Current tax		2,041	750
Deferred tax charge/(credit)			
Minimum alternative tax charge/(credit)		304	(750)
Other deferred tax		1,027	637
Tax expense		3,372	637
Profit for the year		8,309	3,689
Other comprehensive (expense)/income			
(i) Items that will not be reclassified subsequently to profit or loss			
Re-measurement (loss) on defined benefit plans		(44)	(35)
Income tax effect		15	12
		(29)	(23)
(ii) Items that will be reclassified subsequently to profit or loss			
Effective portion of (loss)/gain on hedging instrument in cash flow hedges		(292)	258
Income tax effect		105	(60)
		(187)	198
Other comprehensive income for the year, net of taxes		(216)	175
Total comprehensive (expense)/income for the year		8,093	3,864
Earnings per equity share	34		
Basic (in Rs)		5.32	2.36
Diluted (in Rs)		5.15	2.35

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Standalone Statement of Changes in Equity

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(A) Equity share capital

	March 31, 2025	March 31, 2024
Opening balance	13,217	13,217
Shares issued during the year	-	-
Closing balance	13,217	13,217

(B) Other equity

Particulars	Equity component of convertible preference shares	Equity component of convertible Debentures	Securities premium	Retained earnings	Amalgamation adjustment reserve	Debt redemption reserve	Capital redemption Reserve	Share based payment reserve	Fair value reserve for Compound Financial Instrument	Treasury shares	Cash flow hedging reserve	Other comprehensive income/(expense)	Other items of other comprehensive income/(expense)	Total other equity
As at April 1, 2023	2,312	-	153,327	(2,780)	(1,614)	1,363	1,292	859	-	(13)	(36)	(71)	-	154,639
Profit/(loss) for the year	-	-	-	3,689	-	-	-	-	-	-	-	-	-	3,689
Other comprehensive income/(expense), net of tax	-	-	-	-	-	-	-	-	-	-	198	(23)	-	175
Total comprehensive income for the year	-	-	-	3,689	-	-	-	-	-	-	198	(23)	-	3,864
Transactions recorded directly in equity														
Employee stock compensation expense (refer note 36)	-	-	-	-	-	-	-	730	-	-	-	-	-	730
Securities premium received on issue of securities during the year (refer note 13(e) and (f))	-	-	7,714	-	-	-	-	-	-	-	-	-	-	7,714
Compulsorily convertible debentures classified as Equity (refer note 13(f))	-	2,850	(2,893)	-	-	-	-	-	-	-	-	-	-	(43)
Compulsorily convertible debentures classified as Compound Financial Instrument (refer note 13(f) and 31)	-	-	-	-	-	-	-	-	(1,039)	-	-	-	-	(1,039)
Optionally convertible debentures classified as Liability (refer note 13(e))	-	-	(4,822)	-	-	-	-	-	-	-	-	-	-	(4,822)
As at March 31, 2024	2,312	2,850	153,326	909	(1,614)	1,363	1,292	1,589	(1,039)	(13)	162	(94)	-	161,043
Profit/(loss) for the year	-	-	-	8,309	-	-	-	-	-	-	-	-	-	8,309
Other comprehensive income/(expense), net of tax	-	-	-	-	-	-	-	-	-	-	(187)	(29)	-	(216)
Total comprehensive income for the year	-	-	-	8,309	-	-	-	-	-	-	(187)	(29)	-	8,093
Transactions recorded directly in equity														
Employee stock compensation expense (refer note 36)	-	-	-	-	-	-	-	535	-	-	-	-	-	535
Transfer from debt redemption reserve	-	-	-	(1,636)	-	1,636	-	-	-	-	-	-	-	-
Issue of equity shares on exercise of options	-	-	-	-	-	-	-	-	-	4	-	-	-	4
As at March 31, 2025	2,312	2,850	153,326	7,582	(1,614)	2,999	1,292	2,124	(1,039)	(9)	(25)	(123)	-	169,675

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **BSR & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Sanjay Sharma
Partner
Membership No.: 063980

Kiran Mazumdar-Shaw
Executive Chairperson
DIN: 00347229

Shreehas P Tambe
Managing Director
DIN: 09796480

Kedar Upadhye
Chief Financial Officer
Place: Bengaluru
Date: 06 May 2025

Akhilesh Kumar Nand
Company Secretary



Standalone Statement of Cash Flows

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Year ended March 31, 2025	Year ended March 31, 2024
I Cash flows from operating activities		
Profit for the year	8,309	3,689
<u>Adjustments to reconcile (loss)/profit for the year to net cash flows</u>		
Depreciation and amortisation expenses	3,067	2,722
Unrealised foreign exchange (gain)/loss	744	121
Tax expense	3,372	637
Finance costs	4,299	2,585
Interest income	(141)	(38)
Provision/(reversal) for doubtful debts, net	45	-
Provision for decline other than temporary, in the value of non-current investments	25	-
Net gain on sale of current investments	(125)	(493)
Sale of business (net) (refer note 20)	(10,573)	-
Fair value gain on financial assets measured at fair value through profit or loss	1,338	966
Share based compensation expense	535	730
Loss on sale of property, plant and equipment	7	-
Operating profit before working capital changes	10,902	10,919
Movements in working capital		
(Increase)/decrease in inventories	(1,784)	1,232
(Increase) in trade receivables	(5,519)	(10,439)
(Decrease) in trade payables, other liabilities and provisions	(257)	(1,946)
(Increase) in other assets	(103)	(44)
Cash generated from from operations	3,239	(278)
Income taxes paid (net of refunds)	(2,242)	(505)
Net cash flow generated/(used in) from operating activities	997	(783)
II Cash flows from investing activities		
Purchase of property, plant and equipment	(1,412)	(2,278)
Purchase of other intangible assets	(276)	(1,160)
Proceeds from sale of property, plant and equipment	42	-
Purchase of preference shares of subsidiary (refer note 5)	(8,324)	(7,481)
Investment in Unquoted equity instruments (refer note 5)	(25)	-
Sale of business (refer note 20)	11,420	-
Proceeds from sale of current investments	35,370	31,798
Purchase of current investments	(36,348)	(30,842)
Redemption of fixed deposit with original maturity more than 3 months, net	(4,000)	(1)
Interest received	79	33
Net cash flow (used in) investing activities	(3,474)	(9,931)
III Cash flows from financing activities		
Proceeds from issuance of optionally convertible debentures [Refer Note 13(g)]	11,900	5,000
Proceeds from issuance of compulsorily convertible debentures	-	3,000
Proceeds Issue of equity shares on exercise of options	4	-
Proceeds/(Repayment) from non-current borrowings (net)	(6,909)	(2,000)
Proceeds/(Repayment) from current borrowings (net)	95	6,701
Repayment of lease liabilities (including interest)	(613)	(582)
Interest paid	(1,872)	(1,737)
Net cash flow generated from financing activities	2,605	10,382
IV Net increase/(decrease) in cash and cash equivalents (I + II + III)	128	(332)
V Effect of exchange differences on cash and cash equivalents held in foreign currency	2	(6)

Standalone Statement of Cash Flows

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Year ended March 31, 2025	Year ended March 31, 2024
VI Cash and cash equivalents at the beginning of the year	864	1,202
VII Cash and cash equivalents at the end of the year (IV + V + VI)	994	864
Reconciliation of cash and cash equivalents as per statement of cash flow		
Cash and cash equivalents (Note 11)		
Balances with banks - on current accounts	994	864
Balance as per statement of cash flows	994	864

Reconciliation between opening and closing balance sheet for liabilities arising from financing activities

Particulars	As at April 1, 2024	Cash flows	Non -cash movement	As at March 31, 2025
Non-current borrowings (including current maturities)	32,595	4,991	2,965	40,551
Current borrowings (excluding current maturities)	17,544	95	51	17,690
Interest accrued but not due	104	(72)	-	32
Total liabilities from financing activities	50,243	5,014	3,016	58,273

Particulars	As at April 1, 2023	Cash flows	Non -cash movement	As at March 31, 2024
Non-current borrowings (including current maturities)	27,748	6,000	(1,153)	32,595
Current borrowings (excluding current maturities)	10,842	6,701	1	17,544
Interest accrued but not due	161	(57)	-	104
Total liabilities from financing activities	38,751	12,644	(1,152)	50,243

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on behalf of the Board of Directors of Biocon Biologics Limited

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

1. Company Overview

1.1 Reporting entity

Biocon Biologics Limited ("BBL" or "the Company"), a subsidiary of Biocon Limited, was incorporated on June 8, 2016 under the Companies Act, 2013 as a public limited company. The Company is a public limited company incorporated and domiciled in India and has its registered office at Biocon House, Semicon Park Electronics City, Phase – II, Hosur Road, Bengaluru – 560 100. The Company is engaged in manufacture and development of pharmaceutical formulations.

1.2 Basis of preparation of financial statements

a) Statement of compliance

The standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

These standalone financial statements are approved for issuance by the Company's Board of Directors on May 06, 2025.

Details of the Company's accounting policies are included in Note 2.

b) Functional and presentation currency

These standalone financial statements are presented in Indian rupees (INR), which is also the functional currency of the Company. All amounts have been rounded-off to the nearest million, unless otherwise indicated.

c) Basis of measurement

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

- Derivative financial instruments at fair value
- Certain financial assets and liabilities are measured at fair value;
- Net defined benefit assets/(liability) are measured at fair value of plan assets, less present value of defined benefit obligations;
- Employee stock compensation at grant date fair value
- Contingent consideration assumed in a business combination at fair value

d) Use of estimates and judgements

The preparation of the standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses

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

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone financial statements is included in the following notes:

- Note 1.2(b) — Assessment of functional currency;
- Note 2(a) and 31 — Financial instruments;
- Note 2(b), 2(c), and 3 — Useful lives of property, plant and equipment and intangible assets;
- Note 2(g) and 30 — measurement of defined benefit obligation; key actuarial assumptions;
- Note 2(k), 29 and 33 — Provision for income taxes and related tax contingencies and evaluation of recoverability of deferred tax assets;
- Note 2(i) and 19 — Revenue recognition: whether revenue from sale of product and licensing income is recognised over time or at a point in time

1.3 Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending March 31, 2025 is included in the following notes:

- Note 2(h)(ii) – impairment test of non-financial assets; key assumptions underlying recoverable amounts including the recoverability of expenditure on internally-generated intangible assets;
- Note 7 and 29 – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;
- Note 2(i) and 19 – Revenue Recognition; estimate of expected returns, chargebacks, rebates and other allowances;
- Note 30 – measurement of defined benefit obligation: key actuarial assumptions;
- Note 31 – impairment of financial assets;
- Note 14 and 33 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources; and
- Note 36 – Employee stock compensation

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

1.4 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 31 – financial instruments.
- Note 36 – Employee stock compensation.

1.5 Operating Cycle

The Company classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when –

- it expects to settle the liability, or consume it, in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's normal operating cycle is twelve months

2 Material accounting policies

a. Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

- A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (FVOCI) – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss. However, see Note 31 for derivatives designated as hedging instruments.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to statement of profit and loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified

as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss. Any gain or loss on derecognition is also recognised in statement of profit and loss.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit and loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments and hedge accounting

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in statement of profit or loss.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates.

At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in statement of profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to statement of profit or loss.

vi. Investments in subsidiaries

Equity investments in subsidiaries 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, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

vii. Cash and cash equivalents

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

to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

viii. Cash dividend to equity holders

The Company recognises a liability to make cash distribution to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity. Interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

b. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises the cost of materials and direct labor, any other costs including import duty, and other non-refundable taxes or levies that are directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are disclosed under other non-current assets and cost of assets not ready for intended use before the year end, are disclosed as capital work-in-progress.

ii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Asset	Management estimate of useful life	Useful life as per Schedule II
Building	25-30 years	30 years
Roads	5-12 years	5 years
Plant and equipment (including Electrical installation and Lab equipment)	9-15 years	8-20 years
Computers and servers	3 years	3-6 years
Office equipment	3-5 years	5 years
Research and development equipment	9-10 years	5-10 years
Furniture and fixtures	6 years	10 years
Vehicles	6 years	6-10 years
Leasehold improvements	5 years or lease period whichever is lower	

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

c. Intangible assets

Internally generated: Research and development

Expenditure on research activities is recognised in statement of profit and loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure 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. Otherwise, it is recognised in statement of profit and loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortisation and any accumulated impairment losses.

Others

Other intangible assets are initially measured at cost. Subsequently, such intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

i. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset

to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred and cost can be measured reliably

ii. Amortisation

Intangible assets are amortised on a straight line basis over the estimated useful life as follows:

— Computer software 3-5 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

d. Business combination

In accordance with Ind AS 103, Business combinations, the Company accounts for business combinations after acquisition date using the acquisition method when control is transferred to the Company. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration and deferred consideration, if any. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in OCI and accumulated in equity as capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise the gain is recognised directly in equity as capital reserve. Transaction costs are expensed as incurred.

Business combinations – common control transaction

Business combination involving entities that are controlled by the Company is accounted for at carrying value. No adjustments are made to reflect the fair values, or recognise any new assets or liabilities except to harmonise accounting policies. The financial information in the standalone financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the standalone financial statements, irrespective of the actual date of combination. The identity of the reserves are preserved and the reserves of transferor becomes the reserves of the transferee. The difference, if any between the amounts recorded as share capital issued plus any additional consideration in the form of cash and the amounts of share capital of the transferor is transferred to amalgamation adjustment reserves and is presented separately from other capital reserves.

e. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, packing materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

f. Impairment

i. 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 following:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit losses. For all other financial assets, ECL are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

Loss allowance for financial assets measured at amortised cost are deducted from gross carrying amount of the assets.

ii. Impairment of non-financial assets

The Company assess at each reporting date whether there is any indication that the carrying amount may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognised if the carrying amount of an asset or Cash Generating Unit (CGU) exceeds its estimated recoverable amount in the statement of profit and loss.

The recoverable amount of a CGU (or an individual asset) is higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flow, discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to CGU (or the asset).

The Company's non-financial assets, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or groups of CGUs) on a pro rata basis.

g. Employee benefits

i. Short-term employee benefits:

All employee benefits falling due within twelve months from the end of the period in which the employees render the related services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. and are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

ii. Post-employment benefits:

Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:

i. Gratuity

The Company provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Company.

Liability with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Company recognises the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognised in other comprehensive income and are not reclassified to statement of profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognised in other comprehensive income. The effect of any plan amendments are recognised in the statement of profit and loss.

ii. Provident Fund

Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Amounts collected under the provident fund plan are deposited with in a government administered provident fund. The Company has no further obligation to the plan beyond its monthly contributions.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

iii. Compensated absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using the projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

iv. Employee stock compensation

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date.

The grant date fair value of options granted (net of estimated forfeiture) to employees of the Company is recognised as an employee expense.

The Company has adopted the policy to account for Employees Welfare Trust as a legal entity separate from the Company, but as a subsidiary of the Company. Any loan from the Company to the trust is accounted for as a loan in accordance with its term.

The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards.

The increase in equity recognised in connection with share based payment transaction is presented as a separate component

in equity under "Employee stock options outstanding reserve". The amount recognised as an expense is adjusted to reflect the actual number of stock options that vest. For the option awards, grant date fair value is determined under the option-pricing model. Forfeitures are estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures materially differ from those estimates.

h. Provisions (other than for employee benefits)

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation

or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

i. Revenue from contracts with customers

i. Sale of goods

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. However, in certain cases, revenue is recognized on sale of products where shipment is on hold at specific request of the customer provided performance obligation conditions has been satisfied and control is transferred, with customer taking title of the goods. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as sales tax or other taxes directly linked to sales. If a contract contains more than one performance obligation, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices.

For contracts with distributors, no sales are recognised when goods are physically transferred to the distributor under a consignment arrangement, or if the distributor acts as an agent. In such cases, sales are recognised when control over the goods transfers to the end-customer, and distributor's commissions are presented within marketing and distribution expense.

The consideration received by the Company in exchange for its goods may be fixed or variable. Variable consideration is only recognised when it is considered highly probable that a

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

significant revenue reversal will not occur once the underlying uncertainty related to variable consideration is subsequently resolved.

Provision for chargeback, rebates and discounts

Revenues are recorded net of provisions for variable consideration, including discounts, rebates, governmental rebate programs, price adjustments, returns, chargebacks, promotional programs and other sales allowances. Accruals for these provisions are presented in the standalone financial statements as reductions in determining net sales and as a contra asset in accounts receivable, net (if settled via credit) and trade payables (if paid in cash).

Provisions for chargeback, rebates, discounts and Medicaid payments are estimated and provided for in the year of sales and recorded as reduction of revenue. A chargeback claim is a claim made by the wholesalers for the difference between the price at which the product is initially invoiced to the wholesaler and the net price at which it is agreed to be procured from the Company. Provisions for such chargebacks are accrued and estimated based on historical average chargeback rate actually claimed over a period of time, current contract prices with wholesalers/other customers and estimated inventory holding by the wholesalers/other customers.

Amounts recorded for revenue deductions can result from a complex series of judgements about future events and uncertainties and can rely heavily on estimates and assumptions.

ii. Milestone payments and out licensing arrangements

The Company enters into certain dossier sales, licensing and supply arrangements that, in certain instances, include certain performance obligations. Based on an evaluation of whether or not these obligations are inconsequential or perfunctory, the Company recognise or defer the upfront payments received under these arrangements.

Income from out-licensing agreements typically arises from the receipt of upfront, milestone and other similar payments from third parties for granting a license to product- or technology-related intellectual property (IP). These agreements may be entered into with no further obligation or may include commitments to regulatory approval, co-marketing or manufacturing. These may be settled by a combination of upfront payments, milestone payments and other fees. These arrangements typically also consist of subsequent payments dependent on achieving certain milestones in accordance with the terms prescribed in the agreement. Milestone payments which are contingent on achieving certain clinical milestones are recognised as revenues either on achievement of such milestones, if the milestones are considered substantive, or over the period when we have continuing performance obligations, if the milestones are not considered substantive. Whether to consider these commitments as a single performance obligation or separate ones, or even being in scope of Ind-AS 115 'Revenues

from Contracts with Customers, is not straightforward and requires some judgement. Depending on the conclusion, this may result in all revenue being calculated at inception and either being recognised at point in time or spread over the term of a longer performance obligation. Where performance obligations may not be distinct, this will be bundled with the subsequent product supply obligations. The new standard provides an exemption for sales-based royalties for licenses of intellectual property which will continue to be recognised as revenue as and when underlying sales are made/completed.

The Company recognises a deferred income / contract liability if consideration has been received (or has become receivable) before the company transfers the promised goods or services to the customer. Deferred income mainly relates to remaining performance obligations in (partially) unsatisfied long-term contracts or are related to amounts the Company expects to receive for goods and services that have not yet been transferred to customers under existing, non-cancellable or otherwise enforceable contracts.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

iii. Research services

In respect of research services involving 'time and materials' contracts, research fee are recognised as services are rendered, in accordance with the terms of the contracts. The rates charged to customers are arrived at a cost plus markup basis as per the terms of the agreement with each customer.

iv. Royalty income and profit share

The Royalty income and profit share earned through a License or collaboration partners is recognised as the underlying sales are recorded by the Licensee or collaboration partners.

v. Sales Return Allowances

The Company accounts for sales return by recording an allowance for sales return concurrent with the recognition of revenue at the time of a product sale. The allowance is based on Company's estimate of expected sales returns. The estimate of sales return is determined primarily by the Company's historical experience in the markets in which the Company operates.

vi. Dividends

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

vii. Contribution received from customers/co-development partners towards plant and equipment

Contributions received from customers/co-development partners towards items of property, plant and equipment

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

which require an obligation to supply goods to the customer in the future, are recognised as a credit to deferred revenue. The contribution received is recognised as revenue from operations over the useful life of the assets. The Company capitalises the gross cost of these assets as the Company controls these assets.

viii. Interest income and expense

Interest income is recognised using the effective interest method.

ix. Export incentive accrual

Income in respect of entitlement towards export incentives is recognised in accordance with the relevant scheme on recognition of the related export sales.

j. Government grants

The Company recognises government grants only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Government grants received in relation to assets are recognised as deferred income and amortised over the useful life of such asset. Government grants, which are revenue in nature are either recognised as income or deducted in reporting the related expense based on the terms of the grant, as applicable.

k. Income taxes

Income tax comprises current and deferred income tax. Income tax expense is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity in which case it is recognised in other comprehensive income. Current income tax for current year and prior periods is recognised at the amount expected to be paid or recovered from the tax authorities, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the standalone financial statements except when:

- taxable temporary differences arising on the initial recognition of goodwill;
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred income tax assets and liabilities are measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or substantive enactment date. A deferred income tax assets is recognised to the extent it is probable that future taxable income will be available against which the deductible temporary timing differences and tax losses can be utilised. The Company offsets income-tax assets and liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

l. Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the statement of profit and loss in the period in which they are incurred.

m. Leases

(i) The Company as lessee:

The Company assesses whether a contract contains a lease, at the inception of contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control use of an identified asset, the Company assesses whether:

- The contract involves use of an identified asset;
- The Company receives substantially all the economic benefits from the use of the asset through the period of lease; and
- The Company has the right to direct the use of an asset.

At the date of commencement of lease, the Company recognises a Right-of-use asset ("ROU") and a corresponding liability for all lease arrangements in which it is a lessee, except for leases with the term of twelve months or less (short term leases) and low value leases. For short term and low value leases, the Company recognises the lease payment as an operating expense on straight line basis over the term of lease.

Certain lease agreements include an option to extend or terminate the lease before the end of lease term. ROU assets and the lease liabilities includes these options when it is reasonably certain that they will be exercised.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., higher of fair value less cost to sell and the value-in-use) is determined on individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate explicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right-of-use assets if the Company changes its assessment if whether it will exercise an extension or a termination of option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and the lease payments have been classified as financing cash flows.

n. Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of companies at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional

currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in statement of profit or loss

o. Earnings per equity share

Basic earnings per equity share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per equity share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

p. Recent accounting developments

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

3 (a). Property, plant and equipment and Capital work-in-progress

	Leasehold improvements	Plant and equipment [Refer note (a)]	Research and development equipments	Furniture and fixtures	Vehicles	Total	Capital work-in-progress [Refer note (b)]
Gross carrying amount							
As at April 1, 2023	2,518	21,907	2,383	503	46	27,357	10,571
Additions	168	1,062	382	57	20	1,689	3,346
Disposals/transfers	-	(33)	(39)	-	-	(72)	(1,689)
As at March 31, 2024	2,686	22,938	2,726	560	66	28,974	12,228
Additions	933	7,447	124	102	41	8,647	919
Disposals/transfers	-	(54)	(101)	-	(31)	(186)	(8,647)
As at March 31, 2025	3,619	30,331	2,749	662	76	37,435	4,500
Accumulated depreciation							
As at April 1, 2023	99	6,950	1,305	195	11	8,560	-
Depreciation for the year	132	1,729	201	71	9	2,142	-
Disposals	-	(33)	(39)	-	-	(72)	-
As at March 31, 2024	231	8,646	1,467	266	20	10,630	-
Depreciation for the year	180	1,879	222	82	11	2,374	-
Disposals	-	(49)	(72)	-	(17)	(138)	-
As at March 31, 2025	411	10,476	1,617	348	14	12,866	-
Net carrying amount							
As at March 31, 2024	2,455	14,292	1,259	294	46	18,344	12,228
As at March 31, 2025	3,208	19,855	1,132	314	62	24,569	4,500

(a) Plant and equipment includes computer and office equipment.

(b) Capital work-in-progress primarily comprises of the Biologics manufacturing unit being currently set up in India.

(c) For details on security on certain property, plant and equipment against loan taken by the Company, refer note 13.

(d) Borrowing cost capitalised during the year amounted to Rs 138 (March 31, 2024: Rs 756).

(e) Refer note 33(ii) for contractual commitments for purchase of property, plant and equipment

CWIP ageing schedule:

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,206	955	291	2,048	4,500
As at March 31, 2025	1,206	955	291	2,048	4,500
Projects in progress	2,763	2,579	2,298	4,588	12,228
As at March 31, 2024	2,763	2,579	2,298	4,588	12,228

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

CWIP completion schedule (CWIP whose completion is overdue or has exceeded its cost compared to its original plan)

Particulars	To be completed in				Total
	Less than 1 year	1 - 2 years	2-3 years	More than 3 years	
Projects in progress					
Project 1	2,403				2,403
As at March 31, 2025	2,403	-	-	-	2,403
Projects in progress					
Project 1	2,750	-	-	-	2,750
Project 2	6,563	-	-	-	6,563
As at March 31, 2024	9,313	-	-	-	9,313

3 (b). Right-of-use assets

Particulars	Land	Buildings	Plant and equipment	Total
Gross carrying amount				
As at April 1, 2023	53	1,592	1,064	2,709
Additions	-	283	-	283
As at March 31, 2024	53	1,875	1,064	2,992
Additions	-	27	-	27
As at March 31, 2025	53	1,902	1,064	3,019
Accumulated depreciation				
As at April 1, 2023	20	559	685	1,264
Depreciation for the year	5	224	175	404
As at March 31, 2024	25	783	860	1,668
Depreciation for the year	5	211	175	391
As at March 31, 2025	30	994	1,035	2,059
Net carrying amount				
As at March 31, 2024	28	1,093	204	1,325
As at March 31, 2025	23	908	29	960

4. Other intangible assets

Particulars	Computer software	Total
Gross carrying amount		
As at April 1, 2023	475	475
Additions	1,160	1,160
Deletion	(9)	(9)
As at March 31, 2024	1,626	1,626
Additions	276	276
As at March 31, 2025	1,902	1,902
Accumulated amortisation		
As at April 1, 2023	315	315
Amortisation for the year	176	176
Deletion for the year	(9)	(9)
As at March 31, 2024	482	482
Amortisation for the year	302	302
As at March 31, 2025	784	784
Net carrying amount		
As at March 31, 2024	1,144	1,144
As at March 31, 2025	1,118	1,118

(a) Refer note 33(ii) for contractual commitments for purchase of intangible assets.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

5. Investments

	March 31, 2025	March 31, 2024
(a) Non-current		
Unquoted equity instruments		
In subsidiary company at cost:		
Biocon Biologics UK Limited - 116,771,297 (March 31, 2024 : 116,771,297) equity shares of GBP 1 each	10,810	10,810
Biosimilars Newco Limited - 1,000,000,000 (March 31, 2024 : 1,000,000,000) equity shares of USD 1 each *	82,598	82,598
* Provided as security against the senior secured notes availed by the subsidiary - Biocon Biologics Global PLC. Also refer note 28.		
Unquoted equity instruments		
Indian Foundation Quality Management - 2,500,000 (March 31, 2024 : Nil) equity shares of INR 10 each	25	-
Less: Provision for decline other than temporary, in the value of non-current investments	(25)	-
Unquoted preference shares		
In subsidiary company at cost:		
Biocon Biologics UK Limited		
Optionally convertible redeemable non-cumulative preference shares of USD 1 each 1,090,000,000 (March 31, 2024 - 990,000,000 shares) fully paid	88,454	80,130
	181,862	173,538
Aggregate amount of unquoted investments	181,887	173,538
Aggregate amount of impairment in value of investments	(25)	-
[Also refer note 28 for details on related party transactions]		
(b) Current		
Quoted - Investment in mutual funds at fair value through profit or loss :		
Investment in mutual funds	1,103	-
	1,103	-
Aggregate market value of quoted investments	1,103	-
Aggregate carrying value of quoted investments	1,103	-

The Company's exposure of credit and currency risks, and loss allowances are disclosed in notes 31.

6. Other financial assets

	March 31, 2025	March 31, 2024
(a) Non-current		
Unsecured, considered good		
Deposits	77	75
	77	75
(b) Current		
Other receivables (considered good - Unsecured)	4	191
	4	191

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

7. Deferred tax assets (net)

	March 31, 2025	March 31, 2024
Deferred tax liabilities		
Property, plant and equipment and intangible assets	2,174	1,623
Derivative assets	21	104
Gross deferred tax liabilities	2,195	1,727
Deferred tax assets		
MAT credit entitlement	1,327	1,631
Provision for employee benefit	254	232
Allowance for doubtful debts	25	9
Derivative liabilities	23	1
Deferred revenue	42	63
Lease liabilities	84	89
Expenses allowed on payment basis	162	84
Carried forward losses	835	1,424
Others	104	66
Gross deferred tax assets	2,855	3,599
Deferred tax asset (net)	660	1,872

8. Other assets

(Unsecured considered good, unless otherwise stated)

	March 31, 2025	March 31, 2024
(a) Non-current		
Capital advances	67	94
Duty drawback receivable	21	16
Balances with statutory/government authorities	1,669	1,270
Prepayments	807	612
	2,564	1,992
(b) Current		
Advance to suppliers	457	182
Export incentive receivable	-	10
Balances with statutory/government authorities	448	1,141
Prepayments	297	427
	1,202	1,760

9. Inventories

	March 31, 2025	March 31, 2024
Raw materials, including goods-in-bond*	3,580	3,296
Packing materials*	1,346	1,887
Work-in-progress	8,197	6,415
Finished goods	2,340	2,495
Traded goods	27	184
	15,490	14,277

*includes goods in-transit Rs 204 (March 31, 2024: Rs 51)

The Company considers estimated shelf life of products, planned product discontinuances, price changes, ageing of inventory and introduction of competitive new products, to the extent each of these factors impact the Company's business and markets, in determining the provision for slow moving, obsolete and other non-saleable inventory. Pursuant to the take-over of the Viatrix's biosimilar business and completion of first anniversary since the exit from the transition service agreement, the Company re-assessed the provision for inventory of finished goods, raw material and semi-finished goods. This assessment resulted into a release of provision of Rs. 550 during the year ended March 31, 2025 and the credit has been accounted for as a change in estimate within 'Changes in inventories of traded goods, finished goods and work-in-progress' and 'Cost of raw materials and packing materials consumed' in the statement of profit and loss.

Including the impact of change in estimates as explained in above para, net movement in provision for stock obsolescence, inventory write-off resulted in gain of Rs. 599 (March 31, 2024: expense of Rs. 489). These were recognised as an income/expense during the period and included in 'changes in inventories of traded goods, finished goods and work-in-progress' and 'Cost of raw materials and packing materials consumed' in statement of profit or loss.

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

10. Trade receivables

	March 31, 2025	March 31, 2024
Current		
(a) Trade receivables considered good - Unsecured	21,549	16,322
(b) Trade receivables - credit impaired	72	27
	<u>21,621</u>	<u>16,349</u>
Allowance for expected credit loss	(72)	(27)
	<u>21,549</u>	<u>16,322</u>

Refer note 28 for details on related party transactions. Also refer note 31 for the Company's exposure to credit risk and currency risk.

Trade Receivables ageing schedule:

	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	5,719	13,276	1,770	332	453	-	-	21,549
Undisputed Trade Receivables - credit impaired	-	-	-	-	28	5	39	72
As at March 31, 2025	<u>5,719</u>	<u>13,276</u>	<u>1,770</u>	<u>332</u>	<u>481</u>	<u>5</u>	<u>39</u>	<u>21,621</u>
Less: Allowance for expected credit loss								(72)
								<u>21,549</u>
Undisputed Trade Receivables - considered good	6,736	7,359	1,665	545	-	17	-	16,322
Undisputed Trade Receivables - credit impaired	-	-	-	-	5	2	20	27
As at March 31, 2024	<u>6,736</u>	<u>7,359</u>	<u>1,665</u>	<u>545</u>	<u>5</u>	<u>19</u>	<u>20</u>	<u>16,349</u>
Less: Allowance for expected credit loss								(27)
								<u>16,322</u>

11. Cash and bank balance

	March 31, 2025	March 31, 2024
Cash and cash equivalents		
Balances with banks:		
On current accounts	994	864
	<u>994</u>	<u>864</u>
Other bank balance		
Deposits with remaining maturity of less than 12 months	4,593	531
	<u>4,593</u>	<u>531</u>
Total Cash and bank balance	<u>5,587</u>	<u>1,395</u>

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

12(a). Share capital

	March 31, 2025	March 31, 2024
Authorised		
2,500,000,000 (March 31, 2024: 2,500,000,000) equity shares of Rs 10 each (March 31, 2024: Rs 10 each)	25,000	25,000
1,000,000,000 (March 31, 2024: 1,000,000,000) preference shares of Rs 10 each (March 31, 2024: Rs 10 each)	10,000	10,000
Issued, subscribed and fully paid-up share capital		
1,321,724,958 (March 31, 2024: 1,321,724,958) equity shares of Rs 10 each	13,217	13,217
205,420,000 (March 31, 2024: 205,420,000) Non Convertible Redeemable Preference Shares ("NCRPS") of Rs 10 each	2,054	2,054
231,163,944 (March 31, 2024: 231,163,944) Compulsorily Convertible Preference Shares ("CCPS") of Rs 10 each	2,312	2,312
	17,583	17,583
Less : NCRPS classified as a financial liability (refer note 13)	(2,054)	(2,054)
Less : CCPS classified as a equity instrument	(2,312)	(2,312)
Equity share capital	13,217	13,217

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

(a) Equity shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	1,321,724,958	13,217	1,321,724,958	13,217
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,321,724,958	13,217	1,321,724,958	13,217

(b) Non convertible redeemable preference shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	205,420,000	2,054	205,420,000	2,054
Issued during the year	-	-	-	-
Outstanding at the end of the year	205,420,000	2,054	205,420,000	2,054

(c) Compulsorily convertible preference shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	231,163,944	2,312	231,163,944	2,312
Issued during the year	-	-	-	-
Outstanding at the end of the year	231,163,944	2,312	231,163,944	2,312

(ii) Terms/ rights attached to

(a) Equity shares

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

(b) Non convertible redeemable preference shares

- The tenure of the NCRPS shall be 10 years.
- The Company or NCRPS holder shall have the option to redeem the NCRPS at any time during the tenure of the NCRPS. If the Company or holder of NCRPS exercises such option of early redemption, the NCRPS shall be redeemable at its face value.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (iii) The holder of the NCRPS shall be entitled to preferential dividend of 8.3% per annum on the face value of the NCRPS as may be mutually decided between the Company and the NCRPS holder. The dividends are non-cumulative and will be payable subject to availability of profits in the respective financial year and subject to declaration by the Board of Directors of the Company.
- (iv) Until redemption of the NCRPS, the NCRPS holder shall have priority of payment of dividend over the equity shareholders.
- (v) The NCRPS are redeemable, at its face value, any time during the tenure of the instrument at the option of the holder. Owing to this feature, the instrument has been classified as financial liability and disclosed at its fair value which is equivalent to the face value. Also refer note 13.

(c) Compulsorily convertible preference shares

- (i) The tenure of the CCPS shall be 10 years.
- (ii) Each CCPS shall be convertible into equity shares at any time at the option of the holder at a conversion rate of 1:1. The Company has an obligation to issue further equity shares to Mylan Inc, subject to maximum of 61,562,420 equity shares, such that the fair value of the equity holding by Mylan Inc post conversion is atleast USD 1,000 Mn.
- (iii) The holder of CCPS shall be entitled to preferential dividend of 0.001% per annum of the face value per CCPS.
- (iv) Until redemption of the CCPS, the CCPS holder shall have priority of payment of dividend over the equity shareholders.
- (v) The CCPS holder shall be entitled to vote in all general meetings of Shareholders as if such CCPS holder held the number of Shares into which its CCPS can be converted (on a fully diluted basis).

(iii) Details of shareholders holding more than 5% shares in the Company

	March 31, 2025		March 31, 2024	
	No.	% holding	No.	% holding
Equity shares of Rs 10 each fully paid				
Biocon Limited, the Holding Company	1,192,199,103	90.20%	1,172,399,798	88.70%
Serum Institute Life Sciences Private Limited	78,902,725	5.97%	78,902,725	5.97%
NCRPS of Rs 10 each fully paid				
Biocon Limited, the Holding Company	205,420,000	100.00%	205,420,000	100.00%
CCPS of Rs 10 each fully paid				
Mylan Inc	231,163,944	100.00%	231,163,944	100.00%

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownerships of shares.

- (iv) Pursuant to the Scheme of amalgamation between the Company and Biocon Research Limited, the Board of Directors on March 27, 2020 allotted 155,300,000 equity shares of Rs 10 each to the shareholders of Biocon Research Limited. These shares were issued for consideration other than cash.
- (v) Pursuant to approval of the shareholders the Company on September 3, 2020 issued 824,175,932 bonus shares to equity shareholders at a ratio of 4:1 by utilising retained earnings and securities premium balances.
- (vi) Pursuant to the Transaction Agreement (TA) between the Company and Viatrix Inc, the Board of Directors on November 29, 2022 allotted 1 equity shares at a issue price of Rs 280.74 per share and 231,163,944 CCPS of Rs 10 each for Rs 355.51 per share to Mylan Inc as consideration for acquisition of equity interest in Biosimilars NewCo Limited. These shares were issued for consideration other than cash.
- (vii) For details of any securities convertible into equity, please refer notes 12(a)(c), 12(a)(II)(c), 13(c), 13(d), 13(e), 13(f) and 13(g).
- (viii) For details of shares reserved for issue under Employee stock compensation plans, please refer note 36.

(ix) Shareholding of Promoters

	March 31, 2025		March 31, 2024		March 31, 2023		% Change during the year ending	
	No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares	March 31, 2025	March 31, 2024
Biocon Limited								
(a) Equity shares	1,192,199,103	90.20%	1,172,399,798	88.70%	1,216,568,780	92.04%	1.69%	(3.34%)
(b) NCRPS	205,420,000	100.00%	205,420,000	100.00%	205,420,000	100.00%	-	-

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(x) Dividends

The amount of per share dividend recognized as distributions to equity shareholders for the year ended March 31, 2025 Nil (March 31, 2024 : Nil).

12(b). Other equity

Securities premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

The amount that can be distributed by the Company as dividends to its equity shareholders.

Amalgamation adjustment reserve

The amalgamation adjustment reserve is created to account for business combinations of entities under common control.

Debenture redemption reserve

The Company has issued Redeemable Optionally Convertible Debentures ("OCD") in prior years. As per the provisions of the Companies Act, 2013, debenture redemption reserve is created out of profits of the Company available for payment of dividend.

Capital redemption reserve

The Company had redeemed Non Convertible Redeemable Preference Shares in prior years and as per the provisions of the Companies Act, 2013, a sum equal to the nominal value of the shares redeemed is transferred to the capital redemption reserve.

Share based payment reserve

The Company has established equity settled share based payment plans for certain categories of employees of the Company. Refer note 36 for further details on these plans.

Fair value reserve for Compound Financial Instrument

The Company has issued Compulsory Convertible Debentures during the year ended March 31, 2024. Fair value of derivative embedded in CCD at inception amounts to Rs. 1,039. Refer note 13(f) and 31 for further details.

Treasury shares

Own equity instruments held by Biocon Biologics Employees Welfare Trust that are reacquired [treasury shares] are recognised at cost and disclosed as deducted from equity.

Cash flow hedging reserves

The cash flow hedging reserve represents the cumulative effective portion of gain or loss (net of taxes, if any) arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges.

Other Items of other comprehensive income

Other Items of other comprehensive income represents mark to market gain or loss on financial assets classified as FVTOCI and re-measurements of the defined benefits plan.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

13. Non-current borrowings

	March 31, 2025	March 31, 2024
Loans from banks (secured)		
Term loan [refer note (a) and (b) below]	-	9,751
Loans from banks (unsecured)		
Term loan [refer note (c) below]	2,950	-
Other loans from related parties (unsecured)		
Non Convertible Redeemable Preference Shares [refer note 12(a)(ii)(b)]	2,054	2,054
Optionally Convertible Debentures ("BL OCD") [refer note (e) and note (g) below]	19,318	5,701
Other loans (unsecured)		
Redeemable Optionally Convertible Debentures ("OCD") [refer note (d) below]	16,079	14,939
Compulsary Convertible Debentures ("CCD") [refer note (f) below]	150	150
	40,551	32,595
Less: Current Maturities disclosed under the head "Current borrowings" [refer note 16]	(16,329)	(3,313)
	24,222	29,282

- (a) During the year ended March 31, 2019, the Company had obtained an external commercial borrowing facility of USD 75 million from MUFG Bank Limited. The loan is repayable in 3 annual instalments commencing from April 2024 and carries an interest rate of SOFR + 1.26% p.a. The term loan facility is secured by first priority pari-passu charge on the plant and machinery of the proposed facility for the manufacturing of pharmaceuticals. Carrying value of the loan as at March 31, 2025 amounts to Rs Nil (March 31, 2024: 6,251). During the year ended March 31, 2025, the Company has pre-closed the entire amount outstanding.
- (b) During the year ended March 31, 2021, the Company had obtained a term loan facility from The Hongkong and Shanghai Banking Corporation Limited amounting to Rs 3,500 repayable in 2 equal annual instalments commencing from April 2024. Term loan carries an interest rate of 3 Months Treasury Bill + 2.3% p.a. and are secured by first pari-passu charge on the present and future of movable fixed assets of the Company. During the year ended March 31, 2025, the Company has pre-closed the entire amount outstanding.
- (c) During the year ended March 31, 2025, the Company had obtained an unsecured rupee term loan facility from The Federal Bank repayable in 6 quarterly instalments commencing from December 2025. Term loan carries an interest rate of 8.50% p.a. The outstanding value of loan as on March 31, 2025 is Rs. 2,950.
- (d) During the year ended March 31, 2021, the Company had entered into an agreement with Goldman Sachs India AIF Scheme-1 ('Investor') whereby the Investor had infused Rs. 11,250 against issuance of OCD. The debentures are issued for a tenor of 61 months maturing on January 2026, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. OCD bears a coupon rate of 5% per annum payable on compounded and cumulative basis only on redemption. The debentures was accounted as a debt financial instrument in line with Ind AS, given that it has financial liability feature.
- (e) During the year ended March 31, 2024, the Company has entered into debenture subscription agreement with Biocon Limited for issuance of 17,810,073 Optionally Convertible Debentures ("BL OCD") private placement basis at an issue price of Rs. 280.74 amounts to Rs. 5,000. The BL OCD's are issued for a tenor of 47 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. BL OCD bears a coupon rate of 12% per annum plus agreed variable coupon payable on compounded and cumulative basis only on redemption. The variable coupon is linked to the equity share price of the Company. The BL OCD's are convertible upon occurrence of Conversion event. The debentures was accounted as a debt financial instrument in line with Ind AS, given that it has financial liability feature. Accordingly, the consideration received was recorded as financial liability. As at March 31, 2025, the interest payable is Rs. 1,596 (March 31, 2024: 701) and has been recorded under "Finance cost".
- (f) During the year ended March 31, 2024, the Company has issued 10,686,044 compulsory convertible debentures ("CCD") to ESOF III Investment Fund and Edelweiss Alternative Asset Advisors Limited, on private placement basis at an issue price of Rs. 280.74 amounts to Rs. 3,000. The CCD's are issued for a tenor of 36 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. CCD bears a coupon rate of 12% per annum plus agreed variable coupon payable on compounded and cumulative basis only on redemption. The variable coupon is linked to the equity share price of the Company. The CCD's are convertible upon occurrence of conversion event at 1:1 ratio. The debentures was accounted as a compound financial instrument in line with Ind AS, given that it has financial liability and equity feature.
- (g) During the year ended March 31, 2025, the Company has entered into debenture subscription agreement with Biocon Limited for issuance of 2,38,00,000 Optionally Convertible Debentures ("BL OCD") private placement basis at an issue price of Rs. 500 per unit amounting to Rs. 11,900. The BL OCD are issued for a tenor of 60 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. BL OCD bears a coupon rate of 12% per annum payable on compounded and cumulative basis only on redemption. The debentures was accounted as a debt financial instrument in line with Ind AS, given that it has financial liability feature. Accordingly, the consideration received was recorded as financial liability. As at March 31, 2025, the interest accrued amounts to Rs. 822 (March 31, 2024 Nil) and has been recorded under "Finance cost".

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (h) During the year ended March 31, 2025, Biocon Biologics Global PLC, step down subsidiary of the Company, has raised USD 800 Mn by allotment of US denominated senior secured notes. Biosimilars NewCo Limited, another subsidiary of the Company had raised funds through new syndicate facility amounting to USD 320 Mn. The use of proceeds from both these instruments were used to refinance existing debt in the various subsidiaries of the company. These instruments restricts the company from repaying dues towards NCRPS, BL OCD and OCD using internal accruals.
- (i) Term loans from the Bank provides for certain financial covenants. As at the date of adoption of these financial statements, the Company complies with the financial covenants. Also refer note 33(iii).
- (j) The Company's exposure to liquidity, interest rate and currency risks are disclosed in note 31.

14. Provisions

	March 31, 2025	March 31, 2024
(a) Non-current		
Provision for employee benefits		
Gratuity [refer note 30(i)]	409	385
	<u>409</u>	<u>385</u>
(b) Current		
Provision for employee benefits		
Gratuity [refer note 30(i)]	70	69
Compensated absences [refer note 30(ii)]	326	331
Provision for sales return	136	136
	<u>532</u>	<u>536</u>

(i) Movement in provisions

	For the year ended March 31, 2025		
	Gratuity	Compensated Absences	Sales return
Opening balance	454	331	136
Provision recognised/(utilised) during the year	25	(5)	-
Closing balance	<u>479</u>	<u>326</u>	<u>136</u>
	For the year ended March 31, 2024		
	Gratuity	Compensated Absences	Sales return
Opening balance	399	284	136
Provision recognised/(utilised) during the year	55	47	-
Closing balance	<u>454</u>	<u>331</u>	<u>136</u>

15. Other liabilities

	March 31, 2025	March 31, 2024
(a) Non-current		
Deferred revenues [refer note 19]	885	1,071
	<u>885</u>	<u>1,071</u>
(b) Current		
Advance from customers [refer note 19]	9	79
Statutory dues and dues payable	161	239
Deferred revenues [refer note 19]	106	121
	<u>276</u>	<u>439</u>

16. Current borrowings

	March 31, 2025	March 31, 2024
From banks/ financial institutions		
Packing credit foreign currency loan (unsecured) [refer note (i) below]	6,510	4,884
Packing credit rupee export loan (unsecured) [refer note (ii) below]	6,180	7,660
Term Loan (unsecured) [refer note (iii) below]	5,000	5,000
Current maturities of non-current borrowings [refer note 13]	16,329	3,313
	<u>34,019</u>	<u>20,857</u>

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (i) The Company has obtained foreign currency short term unsecured pre-shipment credit loans from various banks that carries fixed interest rate ranging from 5.06% p.a. to 5.66% p.a. (March 31, 2024: 5.75% p.a. to 6.45% p.a). Packing credit foreign currency loan tenure is upto 180 days from the date of draw down.
- (ii) The Company has obtained rupee denominated short term unsecured pre-shipment credit loans from various banks that carries interest rate ranging from 6.9% p.a. to 7.9% p.a. (March 31, 2024: 7.24% p.a. to 8.2% p.a). Packing credit rupee loan tenure is upto 180 days from the date of draw down.
- (iii) The Company has obtained short term unsecured loan from various banks that carries interest rate ranging from 7.5% p.a. to 7.8% p.a. (March 31, 2024: 7.9% p.a. to 8.2% p.a). The tenure of the loan is 365 days from the date of draw down.

17. Trade payables

	March 31, 2025	March 31, 2024
Trade payables		
Total outstanding dues of micro and small enterprises	268	297
Total outstanding dues of creditors other than micro and small enterprises	5,691	5,453
	5,959	5,750

Refer note 28 for details on related party transactions

- (a) Disclosure required under Clause 22 of Micro, Small and Medium Enterprise Development ('MSMED') Act, 2006

(i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each year		
Principal amount due to micro and small enterprises	268	297
Interest due on the above	3	7
(ii) The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	2,713	1,436
(iii) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	4	28
(iv) The amount of interest accrued and remaining un-paid at the end of each accounting year	-	-
(v) The 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 enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	96	88

The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors/suppliers.

Trade payables ageing schedule:

	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro and small enterprises	-	190	71	4	2	1	268
(ii) Others	1,436	2,478	1,620	134	14	10	5,691
As at March 31, 2025	1,436	2,668	1,691	138	16	11	5,959
(i) Micro and small enterprises	-	208	80	4	3	2	297
(ii) Others	1,702	1,072	2,425	242	12	-	5,453
As at March 31, 2024	1,702	1,280	2,505	246	15	2	5,750

All the trade payables are 'current'. The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 31.

18. Other financial liabilities

	March 31, 2025	March 31, 2024
(a) Non-Current		
Contingent consideration payable (Derivative) (refer note below)	8,970	7,426
	8,970	7,426

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Contingent consideration payable represents Compulsorily Convertible Preference Shares (CCPS). These CCPS was issued to Mylan Inc. for acquisition of Biosimilar business. CCPS were fair valued using Binomial Option Pricing Model at Rs. 82,181. Each CCPS shall be convertible into equity shares at any time at the option of the holder at a conversion rate of 1:1. The Company has an obligation to issue further equity shares to Mylan Inc, subject to maximum of 61,562,420 equity shares, such that the fair value of the equity holding post conversion is atleast USD 1,000 Mn. The issue of additional shares results in contingent consideration. The CCPS on initial recognition has been bifurged into equity component of Rs. 74,815 (fixed to fixed conversion) and contingent consideration (derivative liability) of Rs. 7,366.

At March 31, 2025, the fair value of contingent consideration is Rs. 8,970 (March 31, 2024: Rs. 7,426).

	March 31, 2025	March 31, 2024
(b) Current		
Interest accrued but not due	32	104
Payables for capital goods	515	1,172
Employee benefits payable	1,103	1,216
Derivative premium payable	6	-
	<u>1,656</u>	<u>2,492</u>

19. Revenue from operations

	Year ended March 31, 2025	Year ended March 31, 2024
Sale of products		
Finished goods	22,414	19,817
Traded goods	3	1,354
Sale of services		
Research fees	4,725	5,558
Licensing and development fees	76	120
Others	413	-
Other operating revenue		
Export incentive	8	25
Performance linked incentives	250	250
Sale of process waste	1	5
Sale of Brands [refer note (a) below]	-	3,500
Others [refer note (b) below]	1,653	304
	<u>29,543</u>	<u>30,933</u>

(a) Biocon Biologics Limited ("BBL") entered into a agreement with Eris Lifesciences for sale of its business of commercialization of (i) Branded generic immunotherapy and nephrology small molecules formulations being manufactured by third parties under manufacturing agreements and (ii) the in-licensed products in India for consideration of Rs. 3,660 million. The Company recorded a gain of Rs. 3,500 million net of costs of the related underlying assets during the year ended March 31, 2024.

(b) Others include processing charges and cross charge of facilities by the Company to its group companies.

19.1 Disaggregated revenue information

	Year ended March 31, 2025	Year ended March 31, 2024
Revenues By Geography		
Revenues from contracts with customers		
India	3,846	8,811
United Kingdom	15,989	15,444
Rest of the world	9,708	6,678
Total revenue from operations	<u>29,543</u>	<u>30,933</u>

Geographical revenue is identified based on the location of the customers.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

19.2 Changes in contract liabilities: deferred revenue and advance from customers

	Year ended March 31, 2025	Year ended March 31, 2024
Balance at the beginning of the year	1,271	1,449
Add: Increase due to invoicing during the year	(50)	211
Less: Amounts recognised as revenue during the year	(221)	(389)
Balance at the end of the year	1,000	1,271
Expected revenue recognition from remaining performance obligations:		
- Within one year	115	200
- More than one year	885	1,071
	1,000	1,271

19.3 Contract balances

	Year ended March 31, 2025	Year ended March 31, 2024
Trade receivables	21,549	16,322
Contract liabilities	1,000	1,271

Trade receivables are non-interest bearing. Contract liabilities include deferred revenue and advance from customers

19.4 Performance obligation:

In relation to information about Company's performance obligations in contracts with customers [refer note 2(i)].

19.5 Significant customer

There are three (March 31, 2024: Two) customers who contribute individually more than 10% of the total revenue of the Company for the year ended March 31, 2025. Total revenue from three such customers amounted to Rs 19,760 (March 31, 2024: Rs 16,006).

19.6 Reconciliation of revenue from contracts with customers

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers as per contract price	27,706	27,260
Adjustments made to contract price on account of :-		
a) Sales returns/ reversals	(75)	(411)
Revenue from contracts with customers as per statement of profit and loss	27,631	26,849

20. Other income

	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on deposits with banks and financial institutions under the effective interest method on financial asset carried at amortised cost	141	38
Net gain on sale of current investments	125	493
Sale of business (net) [refer note (a) below]	10,573	-
Other non-operating income [refer note (b) below]	5,102	6,283
	15,941	6,814

(a) In March 2024, the Company had entered into a long-term commercial collaboration agreement with Eris Lifesciences for the sale of its business in relation to Metabolics, Oncology, and Critical Care products in India for a consideration of Rs. 12,420. As a part of deal the company has signed a 10-year supply agreement with Eris. The transaction came into effect on April 1, 2024. The sale value is accounted post taking into account working capital, advance for supply agreement and expenses incurred towards commercial collaboration. Consequential tax impact of Rs. 2,520 is included within tax expense for the year ended March 31, 2025.

(b) Other non-operating income includes support services cross charge to subsidiaries.

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

21. Cost of raw materials and packing materials consumed

	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year	5,183	6,162
Add: Purchases	10,290	8,415
Less: Inventory at the end of the year	(4,926)	(5,183)
	<u>10,547</u>	<u>9,394</u>

22. Changes in inventories of traded goods, finished goods and work-in-progress

	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year		
Traded goods	184	400
Finished goods	2,495	2,439
Work-in-progress	6,415	6,508
	<u>9,094</u>	<u>9,347</u>
Inventory at the end of the year		
Traded goods	27	184
Finished goods	2,340	2,495
Work-in-progress	8,197	6,415
	<u>10,564</u>	<u>9,094</u>
	<u>(1,470)</u>	<u>253</u>

23. Employee benefits expense

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus*	5,693	5,976
Contribution to provident and other funds	250	273
Gratuity [refer note 30]	87	79
Employee stock compensation expense [refer note 36]	75	789
Staff welfare expenses	313	309
	<u>6,418</u>	<u>7,426</u>

* Includes expenses towards compensated absences (refer note 30)

24. Finance cost

	Year ended March 31, 2025	Year ended March 31, 2024
Interest expenses on financial liabilities [refer note (a) below]	4,152	2,394
Interest expenses on lease liabilities [refer note 27]	147	191
	<u>4,299</u>	<u>2,585</u>

(a) Interest expense on financial liabilities is net off borrowing cost capitalised during the year amounting to Rs. 138 (March 31, 2024 - Rs. 756).

25. Depreciation and amortisation expense

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation of Property, plant and equipment [refer note 3(a)]	2,374	2,142
Depreciation of right-of-use assets [refer note 3(b)]	391	404
Amortisation of intangible assets [refer note 4]	302	176
	<u>3,067</u>	<u>2,722</u>

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

26. Other expenses

	Year ended March 31, 2025	Year ended March 31, 2024
Royalty and technical fees	1	31
Rent [refer note 27]	15	14
Communication expenses	26	20
Power and fuel	1,532	1,598
Repairs and maintenance:		
Plant and machinery	1,914	1,558
Building	269	223
Others	311	284
Selling expenses:		
Freight outwards and clearing charges	363	304
Sales promotion expenses	16	152
Commission and brokerage (other than sole selling agents)	18	131
Lab consumables	821	818
Professional charges	1,118	1,718
Payment to auditors [refer note (a) below]	61	58
Rates, taxes and fees	104	61
Travelling and conveyance	283	430
Research and development expenses	1,804	950
Foreign exchange loss, net	469	353
Net loss on financial liabilities measured at fair value through profit or loss	1,338	966
Printing and stationery	32	30
Provision/(reversal) for doubtful debts, net	45	-
Directors' fees including commission	58	48
Corporate social responsibility (CSR) expenses [refer note 38]	1	-
Insurance	117	147
Miscellaneous expenses	208	131
	10,924	10,025
(a) Payment to auditors:		
As auditor:		
Statutory audit fee	36	53
Tax audit fee	1	1
Limited review		
In other capacity:		
Other services (certification fees)	21	1
Reimbursement of out-of-pocket expenses	3	3
	61	58
(b) Details of research and development expenditure incurred (charged to statement of profit and loss)		
Research and development expenses	1,804	950
Lab consumables	821	818
Employee benefits expense	1,385	1,311
	4,010	3,079

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

27. Leases

The Company had entered into lease agreements for use of land, buildings and plant & machinery which expires over a period ranging up to the financial year of 2032-2033. Gross payment for the year aggregate to Rs 613 (March 31, 2024 - Rs. 583).

The following is the movement in the lease liabilities

	Amount
Balance as at April 1, 2023	1,789
Additions during the year	284
Finance cost accrued during the year	191
Payment of lease liabilities	(583)
Balance as at March 31, 2024	1,681
Additions during the year	27
Finance cost accrued during the year	147
Payment of lease liabilities	(613)
	1,242

The following is the breakup of current and non-current lease liabilities

Particulars	March 31, 2025	March 31, 2024
Current lease liabilities	379	539
Non-current lease liabilities	863	1,142

The table below provides details regarding the contractual maturities of lease liabilities, on an undiscounted basis:

	March 31, 2025	March 31, 2024
Less than one year	410	590
One to five years	1,071	1,438
More than five years	52	115
Total	1,533	2,143

	March 31, 2025	March 31, 2024
The following are the amounts recognised in Statement of profit or loss for the year		
Depreciation expense of right of use-assets	391	404
Interest expenses on lease liabilities	147	191
Payment for leases for short term and low value asset [refer note (i) below]	15	14
Total	553	609

- (i) The Company applies the short-term lease recognition exemption to its short-term leases of certain premises taken on lease (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

28. Related party disclosures:

The following table provides the value of transactions that have been entered into with related parties for the relevant financial year:

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2025 (Payable)/ Receivable	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2024 (Payable)/ Receivable
1	Biocon Limited	Holding Company	Expenses incurred by related party on behalf of the Company	267	-	49	-
			Expenses incurred on behalf of the related party	(27)	-	(16)	-
			Professional charges	373	-	324	-
			Research fees	(107)	-	(28)	-
			Cross charges towards facility and other expenses	-	-	(54)	-
			Payment for leases	294	-	269	-
			Power and fuel	1,542	-	1,539	-
			Staff welfare expenses	103	-	62	-
			Royalty expense	26	-	16	-
			Share based payments to employees	54	-	78	-
			Interest on Optionally Convertible Debentures	1,717	-	701	-
			Purchase of goods	70	-	122	-
			Optionally Convertible Debentures [Refer Note 13(e) & (g)]	(11,900)	(19,318)	(5,000)	(5,701)
			Trade payables	-	(1,156)	-	(1,263)
			Reimbursement of performance linked incentive	(250)	-	(168)	-
2	Biocon Biologics UK Limited	Subsidiary	Research fees	(3,880)	-	(4,682)	-
			Cross charges towards facility and other expenses	(1,686)	-	34	-
			Sale of goods	(4,356)	-	(7,741)	-
			Expenses incurred by related party on behalf of the Company	(2)	-	-	-
			Income from Support Service	(589)	-	(1,534)	-
			Investment in preference shares [Refer Note 5]	8,324	-	7,481	-
			Trade receivables	-	7,541	-	5,990

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions	Balance as at March 31, 2025 (Payable)/ Receivable	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions	Balance as at March 31, 2024 (Payable)/ Receivable
3	Biosimilars NewCo Limited	Subsidiary	Sale of goods	(6,484)	-	(2,867)	-
			Research fees	-	-	(4)	-
			Charges for guarantee income	(146)	-	(191)	-
			Idle cost recovery	-	-	(3)	-
			Income from Support Service	(2,617)	-	(2,882)	-
			Expenses incurred by related party on behalf of the Company	-	-	27	-
			Expenses incurred on behalf of the related party	(14)	-	(161)	-
			Guarantee released / (given)	-	(27,337)	-	(113,342)
			Trade receivables	-	4,707	-	4,274
4	Biosimilar Collaborations Ireland Limited	Subsidiary	Expenses incurred on behalf of the related party	(504)	-	(107)	-
			Income from Support Service	(1,644)	-	(1,499)	-
			Charges for guarantee income	(0)	-	(73)	-
			Research fees	(316)	-	(258)	-
			Sale of goods	(3,039)	-	-	1,277
			Trade receivables	-	3,932	-	(14,585)
			Guarantee released / (given)	-	-	-	-
5	Biocon SDN BHD	Subsidiary	Expenses incurred on behalf of the related party	(115)	-	(94)	-
			Research fees	(449)	-	(514)	-
			Cross charges towards facility and other expenses	1	-	(1)	-
			Sale of goods	(353)	-	(650)	-
			Expenses incurred by related party on behalf of the Company [Refer Note (g) below]	-	-	-	-
			Purchase of goods	1,243	-	816	-
			Trade receivables	-	-	-	731
			Trade payables	-	(179)	-	-
			Guarantee released / (given)	-	(854)	-	(833)

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2025 (Payable)/ Receivable	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2024 (Payable)/ Receivable
6	Syngene International Limited	Fellow subsidiary	Research and development expenses incurred by related party on behalf of the Company	28	-	11	-
			Purchase of goods	25	-	-	-
			Expenses incurred on behalf of the related party	(88)	-	(67)	-
			Power and utility expense	86	-	90	-
			Payment for leases	320	-	303	-
			Royalty expense	-	-	-	-
			Trade payables	-	(62)	-	(56)
7	Bicara Therapeutics Inc.	Fellow associate	Research fees	(7)	-	(64)	-
			Cross charges towards facility and other expenses	49	-	(94)	-
			Trade Receivables	-	48	-	128
8	Biocon Pharma Limited	Fellow subsidiary	Research fees	(175)	-	(12)	-
			Cross charges towards facility and other expenses	(413)	-	(12)	-
			Expenses incurred by related party on behalf of the Company	(77)	-	(3)	-
			Expenses incurred by related party on behalf of the Company	12	-	-	-
			Sale of goods/other product	-	-	(1)	-
			Trade receivables	-	857	-	216
9	Biocon Biologics Inc, USA	Subsidiary	Expenses incurred on behalf of the related party	-	-	43	-
			Expenses incurred by related party on behalf of the Company	-	-	(158)	-
			Trade receivables	-	(31)	-	131
10	Biocon Biologics Canada Inc	Subsidiary	Expenses incurred by related party on behalf of the Company	-	-	-	-
			Trade receivables	-	3	-	3
11	Biocon Biologics Philippines Inc.	Subsidiary	Expenses incurred by related party on behalf of the Group	(1)	-	-	-
			Trade receivables	-	1	-	-

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions	Balance as at March 31, 2025 (Payable)/ Receivable	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions	Balance as at March 31, 2024 (Payable)/ Receivable
12	Biocon Biologics Global PLC	Subsidiary	Expenses incurred on behalf of the related party	(139)	-	-	-
			Charges for guarantee income	(33)	172	-	-
			Trade receivables	-	(68,343)	-	-
			Guarantee released / (given)	-	-	-	-
13	Biocon Foundation	Fellow subsidiary	Contribution towards CSR expense	83	-	74	-
			Advance to suppliers	-	-	-	27
14	Biocon Academy	Fellow subsidiary	Expenses incurred on behalf of the related party	(16)	-	(13)	-
			Contribution towards CSR expense	54	-	47	-
			Trade Receivables	-	13	-	70
15	Biocon Biosphere Limited	Fellow subsidiary	Expenses incurred on behalf of the related party	(14)	-	(1)	-
			Trade Receivables	-	14	-	1
16	Jeeves	Enterprise in which relative to a director of the Company is proprietor	Miscellaneous expenses	33	-	39	-
			Sale of assets	-	-	-	-
			Trade payables	-	(0)	-	(5)
17	Narayana Hrudayalaya Limited	Enterprise in which a director of the Company is a member of board of directors	Sale of goods/other products	0	-	(44)	-
			Trade Receivables	-	1	-	7
18	Viatrix Group (w.e.f November 29, 2022)	Enterprise whose director has significant influence in the Company	Contingent consideration payable [Refer Note 18(a)]	-	(8,970)	-	(7,426)
19	Refer note (c) below	Key management personnel	Salary and perquisites [refer note (d) & (e) below]	232	(9)	211	(54)
			Sitting fees and remuneration	58	-	48	(1)

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (a) The related party disclosed above are as per Ind AS 24 on "Related Party Disclosures" and Companies Act, 2013.
- (b) All transactions with these related parties are priced on an arm's length basis and none of the balances are secured.
- (c) Key managerial personal includes
- | | | |
|--------|-------------------------|--|
| (i) | Kiran Mazumdar Shaw | Executive Chairperson |
| (ii) | Arun Chandavarkar | Non-Independent Non-Executive Director |
| (iii) | Shreehas P Tambe | Managing Director & Chief Executive Officer |
| (iv) | M.B. Chinappa | Chief Financial Officer (till October 30, 2023) |
| (v) | Kedar Upadhye | Chief Financial Officer (w.e.f October 31 2023) |
| (vi) | Akhilesh Kumar Nand | Company Secretary (w.e.f August 06, 2024) |
| (vii) | Deepika Srivastava | Company Secretary (till July 31, 2024) |
| (viii) | Peter Piot | Independent director |
| (ix) | Bobby Kanubhai Parikh | Independent director |
| (x) | Nivruti Rai | Independent director |
| (xi) | Russell Walls | Independent director (till June 7, 2024) |
| (xii) | Daniel M Bradbury | Independent director |
| (xiii) | Thomas Jason Roberts | Non-Independent Non-Executive Director |
| (xiv) | Rajiv Malik | Non-Independent Non-Executive Director |
| (xv) | Nicholas Robert Haggard | Non-Executive Independent Director (till January 28, 2025) |
- (d) The remuneration to key management personnel doesn't include the provisions made for gratuity and compensated absences, as they are obtained on an actuarial basis for the Group as a whole.
- (e) Share based compensation expense allocable to key management personnel is Rs 203 (March 31, 2024: Rs 179), which is not included in the remuneration disclosed above.
- (f) Fellow subsidiary companies and subsidiaries with whom the Company did not have any transactions:

Name	Relation
(i) Biocon Biologics FZ LLC	Step-down subsidiary
(ii) Syngene USA Inc	Wholly-owned subsidiary of Syngene International Limited
(iii) Biocon SA	Wholly-owned subsidiary of Biocon Limited
(iv) Biocon Pharma Malta Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(v) Syngene Manufacturing Solutions Limited	Wholly-owned subsidiary of Syngene International Limited
(vi) NeoBiocon FZ-LLC	Associate of Biocon Limited
(vii) Biocon Biologics Do Brasil Ltda	Step-down subsidiary
(viii) Biocon Biologics Healthcare Malaysia Sdn Bhd	Step-down subsidiary
(ix) Biocon Biologics Finland OY	Step-down subsidiary
(x) Biocon Biologics Spain S.L.	Step-down subsidiary
(xi) Biocon Biologics South Africa (PTY) Ltd	Step-down subsidiary
(xii) Biocon Biologics Italy S.R.L.	Step-down subsidiary
(xiii) Biocon Biologics (Thailand) Co., Ltd.	Step-down subsidiary
(xiv) Biocon Biologics Croatia LLC	Step-down subsidiary
(xv) Biocon Pharma UK Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(xvi) Biocon Pharma Ireland Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(xvii) Biocon Pharma Inc	Wholly-owned subsidiary of Biocon Pharma Limited
(xviii) Biocon Pharma Malta I Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(ixx) Biocon FZ LLC	Wholly-owned subsidiary of Biocon Limited
(xx) Biocon Generics Inc.	Wholly-owned subsidiary of Biocon Limited
(xxi) Syngene Scientific Solutions Limited	Wholly-owned subsidiary of Syngene International Limited
(xxii) Biocon Biologics Germany GmbH	Step-down subsidiary
(xxiii) Biocon Biologics Belgium BV	Step-down subsidiary
(xxiv) Biocon Biologics France S.A.S	Step-down subsidiary
(xxv) Biocon Biologics Switzerland AG	Step-down subsidiary
(xxvi) Biocon Biologics Greece Single Member P.C.	Step-down subsidiary
(xxvii) Biocon Biologics Morocco S.A.R.L.A.U	Step-down subsidiary

- (g) Amounts are not presented since the amounts are rounded off to Rupees million.

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

29. Tax expense

	March 31, 2025	March 31, 2024
(a) Amount recognised in Statement of profit and loss		
Current tax	2,041	750
Deferred tax charge/(credit) related to:		
MAT credit Utilisation/(entitlement)	304	(750)
Origination and reversal of temporary differences	1,027	637
Tax expense for the year	<u>3,372</u>	<u>637</u>
(b) Reconciliation of effective tax rate		
Profit/(loss) before tax	11,681	4,326
Tax at statutory income tax rate 34.944% (March 31, 2024 - 34.944%)	4,082	1,512
Tax effects of amounts which are not deductible/(taxable) in calculating taxable income:		
Exempt income, other deductions	(1)	(1,156)
Non-deductible expense	475	343
Tax for earlier years	(8)	(52)
Others[refer note (i) below]	(1,176)	(10)
Income tax expense	<u>3,372</u>	<u>637</u>

(i) Amounts for year ended March 31, 2025 includes tax impact on sale on business discussed in note 20 (a).

(c) Recognised deferred tax assets and liabilities

The following is the movement of deferred tax assets/liabilities presented in the balance sheet

For the year ended March 31, 2025	Opening balance	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Closing balance
Deferred tax liabilities					
Property, plant and equipment and intangible assets	1,623	551	-	-	2,174
Derivative assets	104	-	(83)	-	21
Gross deferred tax liabilities	<u>1,727</u>	<u>551</u>	<u>(83)</u>	<u>-</u>	<u>2,195</u>
Deferred tax assets					
Employee benefit obligations	232	7	15	-	254
Allowance for doubtful debts	9	16	-	-	25
MAT credit entitlement	1,631	(304)	-	-	1,327
Derivative liabilities	1	-	22	-	23
Deferred revenue	63	(21)	-	-	42
Lease liabilities	89	(5)	-	-	84
Expenses allowed on payment basis	84	78	-	-	162
Carried forward losses	1,424	(589)	-	-	835
Others	66	38	-	-	104
Gross deferred tax assets	<u>3,598</u>	<u>(780)</u>	<u>37</u>	<u>-</u>	<u>2,855</u>
Deferred tax assets (net)	<u>1,872</u>	<u>(1,331)</u>	<u>120</u>	<u>-</u>	<u>660</u>

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

For the year ended March 31, 2024	Opening balance	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Closing balance
Deferred tax liabilities					
Property, plant and equipment and intangible assets	1,406	217	-	-	1,623
Derivative assets	94	-	10	-	104
Gross deferred tax liability	1,500	217	10	-	1,727
Deferred tax assets					
Employee benefit obligations	182	38	12	-	232
Allowance for doubtful debts	9	-	-	-	9
MAT credit entitlement	881	750	-	-	1,631
Derivative liabilities	51	-	(50)	-	1
Deferred revenue	76	(13)	-	-	63
Lease liabilities	103	(14)	-	-	89
Expenses allowed on payment basis	107	(23)	-	-	84
Carried forward losses	1,722	(298)	-	-	1,424
Others	176	(110)	-	-	66
Gross deferred tax assets	3,307	330	(38)	-	3,598
Deferred tax assets (net)	1,807	113	(48)	-	1,872

30. Employee benefit plans

- (i) The Company has a defined benefit gratuity plan as per the Payment of Gratuity Act, 1972. Under this legislation, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the employee's length of service and salary at retirement/termination age and does not have any maximum monetary limit for payments. The gratuity plan is a unfunded.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

Particulars	March 31, 2025	March 31, 2024
Balance as at beginning of the year	454	399
Current service cost	54	49
Interest expense	33	30
Amount recognised in Statement of profit and loss	87	79
Remeasurements:		
Actuarial (gain)/loss arising from:		
Financial assumptions	15	3
Experience adjustment	29	32
Amount recognised in other comprehensive income	44	35
Liabilities transfer out	(42)	(8)
Benefits paid	(64)	(51)
Balance as at end of the year	479	454
Non-current	409	385
Current	70	69
	479	454

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(a) The assumptions used for gratuity valuation are as below:

	March 31, 2025	March 31, 2024
Discount rate	6.6%	7.2%
Expected return on plan assets	NA	NA
Salary increase	9.0%	9.0%
Attrition rate	14% - 30%	14% - 30%
Retirement age - Years	58	58

Assumptions regarding future mortality experience are set in accordance with published statistics and mortality tables.

The weighted average duration of the defined benefit obligation was 6 years (March 31, 2024: 6 years).

The defined benefit plan exposes the Company to actuarial risks, such as longevity and interest rate risk.

(b) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions are as below:

Particulars	March 31, 2025		March 31, 2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% change)	(23)	26	(21)	24
Salary increase (1% change)	25	(23)	23	(21)
Attrition rate (1% change)	(5)	5	(4)	4

Sensitivity of significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumption shown.

Particulars	March 31, 2025	March 31, 2024
1st Following year	70	69
2nd Following year	55	53
3rd Following year	51	62
4th Following year	54	45
5th Following year	52	48
Years 6 and above	435	427

- (ii) The Company provides for compensated absences to its employees. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service years. During the year ended March 31, 2025, the Group has incurred an expense on compensated absences amounting to Rs 114 (March 31, 2024: Rs 131). The Group determines the expense for compensated absences basis the actuarial valuation of the present value of the obligation, using the Projected Unit Credit Method.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

31. Financial instruments: Fair value and risk managements

March 31, 2025	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments#	1,103	-	181,862	182,965	1,103	-	-	1,103
Trade receivables	-	-	21,549	21,549	-	-	-	-
Cash and cash equivalents	-	-	994	994	-	-	-	-
Other bank balance	-	-	4,593	4,593	-	-	-	-
Derivative assets	-	56	-	56	-	56	-	56
Other financial assets	-	-	81	81	-	-	-	-
	1,103	56	209,079	210,238	1,103	56	-	1,159
Financial liabilities								
Borrowings	8,650	-	49,591	58,241	-	-	8,650	8,650
							Refer note (a)	
Lease liabilities	-	-	1,242	1,242	-	-	-	-
Trade payables	-	-	5,959	5,959	-	-	-	-
Derivative liability	956	58	-	1,014	-	58	956	1,014
							Refer note (b)	
Other financial liabilities	8,970	-	1,656	10,626	-	-	8,970	8,970
							Refer note (c)	
	18,576	58	58,448	77,082	-	58	18,576	18,634
March 31, 2024	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments#	-	-	173,538	173,538	-	-	-	-
Trade receivables	-	-	16,322	16,322	-	-	-	-
Cash and cash equivalents	-	-	864	864	-	-	-	-
Other bank balance	-	-	531	531	-	-	-	-
Derivative Assets	-	308	-	308	-	308	-	308
Other financial assets	-	-	266	266	-	-	-	-
	-	308	191,521	191,829	-	308	-	308
Financial liabilities								
Borrowings	7,755	-	42,384	50,139	-	-	7,755	7,755
							Refer note (a)	
Lease liabilities	-	-	1,681	1,681	-	-	-	-
Trade payables	-	-	5,750	5,750	-	-	-	-
Derivative liability	1,162	3	-	1,165	-	3	1,162	1,165
							Refer note (b)	
Other financial liabilities	7,426	-	2,492	9,918	-	-	7,426	7,426
							Refer note (c)	
	16,343	3	52,307	68,653	-	3	16,343	16,346

Investments other than those categorised as FVTPL are carried at cost in accordance with Ind AS 27.

- Non Convertible Redeemable Preference Shares of Rs. 2,054 are convertible / redeemable, at its face value, any time during the tenure of the instrument at the option of the holder. Owing to this feature, the instrument has been recorded at its fair value which is equivalent to the face value. BL OCD of Rs. 6,596 are convertible / redeemable. BL OCD's are valued using valuation techniques in consultation with market expert. Refer note 13(e).
- CCD is recorded at fair value [refer note 13(f)]. The fair value of derivative liability as at March 31, 2025 amounts to Rs. 956. Derivatives are valued using valuation techniques in consultation with market expert.
- Refer note 18(a)

The fair value of trade receivables, trade payables and other current financial assets and liabilities is considered to be equal to the carrying amounts of these items due to their short – term nature.

B. Measurement of fair values

Derivative financial instruments are value based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Sensitivity analysis

For the fair values of forward contracts and options contracts of foreign currencies and interest rate swaps, reasonably possible changes at the reporting date to one of the significant observable inputs, holding other inputs constant, would have the following effects.

Significant observable inputs	March 31, 2025		March 31, 2024	
	Impact on other equity		Impact on other equity	
	Increase	Decrease	Increase	Decrease
Spot rate of the foreign currency (1% movement)	(127)	88	(4)	(18)
Interest rates (100 bps movement)	-	-	(23)	23

C. Significant Unobservable inputs used in Level 3 Fair Values

As at March 31, 2025	Valuation Techniques	Significant unobservable inputs	Sensitivity of input to fair value measurement
a) Contingent consideration payable (Derivative) (refer note 18(a))	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate	A 1% increase in discount rate would have led to approximately Rs. 223 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 269 loss in Statement of Profit and loss.
		b) Volatility rate	A 5% increase in volatility rate would have led to approximately Rs. 356 gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 343 loss in Statement of Profit and loss.
b) Non-Convertible Redeemable Preference Shares ("NCRPS") [refer note 12(a)(ii)(b)]	Equivalent to Face value	Not Applicable	Not Applicable
c) Optionally Convertible Debentures ("BL OCD")	Binomial Option Pricing Model - using risk premium discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate	A 1% increase in discount rate would have led to approximately Rs. 70 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 70 loss in Statement of Profit and loss.
		b) Volatility rate	A 5% increase in volatility rate would have led to approximately 39 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 77 gain in Statement of Profit and loss.
d) Derivative liability towards Compulsary Convertible Debentures ("CCD")	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate	A 1% increase in discount rate would have led to approximately Rs. 39 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 40 loss in Statement of Profit and loss.
		b) Volatility rate	A 5% increase in volatility rate would have led to approximately Rs. 77 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 81 gain in Statement of Profit and loss.
As at March 31, 2024	Valuation Techniques	Significant unobservable inputs	Sensitivity of input to fair value measurement
a) Contingent consideration payable (Derivative) (refer note 18(a))	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate	A 1% increase in discount rate would have led to approximately Rs. 231 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 233 loss in Statement of Profit and loss.
		b) Volatility rate	A 5% increase in volatility rate would have led to approximately Rs. 144 gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 76 loss in Statement of Profit and loss.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

As at March 31, 2024	Valuation Techniques	Significant unobservable inputs	Sensitivity of input to fair value measurement
b) Non-Convertible Redeemable Preference Shares ("NCRPS") [refer note 12(a)(ii)(b)]	Equivalent to Face value	Not Applicable	Not Applicable
c) Optionally Convertible Debentures ("BL OCD")	Binomial Option Pricing Model - using risk premium discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 96 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 98 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Nil gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 3 loss in Statement of Profit and loss.
d) Derivative liability towards Compulary Convertible Debentures ("CCD")	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 56 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 58 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 94 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 86 gain in Statement of Profit and loss.

D. Reconciliation of Level 3 fair values

	Contingent consideration Payable	NCRPS	BL OCD	Derivative Liability on CCD
At April 1, 2023	6,583	2,054	-	-
- Proceeds from issue of BL OCD [Refer Note 13(e)]	-	-	5,000	-
- Fair value of derivative embedded in CCD at inception [Refer Note 13(f)]	-	-	-	1,039
- Net change in fair value loss (unrealised) recognised in Finance cost [Refer Note 13(g)]	-	-	701	-
- Net change in fair value loss (unrealised)	843	-	-	123
At March 31, 2024	7,426	2,054	5,701	1,162
- Proceeds from issue of BL OCD1 [Refer Note 13(g)]	-	-	-	-
- Fair value of derivative embedded in CCD at inception [Refer Note 13(f)]	-	-	-	-
- Net change in fair value loss (unrealised) recognised in Finance cost [Refer Note 13(e) & 13(g)]	-	-	895	-
- Net change in fair value loss (unrealised)	1,544	-	-	(206)
At March 31, 2025	8,970	2,054	6,596	956

E. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(i) Risk management framework

The Company's risk management is carried out by the treasury department under policies approved by the Board of Directors. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative and non-derivative financial instruments and investment of excess liquidity (refer note 13).

(ii) Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on customers requiring credit over a certain amount. As at the end of the reporting period, there were no significant concentrations of credit risk and the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the balance sheet. The Company uses ageing analysis to monitor the credit quality of its receivables.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables, unbilled revenue and other receivables. The exposure to credit risk as at reporting date amounts to Rs 72 (March 31, 2024: Rs 27).

Allowance for impairment	March 31, 2025	March 31, 2024
Opening Balance	27	27
Impairment loss recognised / (reversed)	45	-
Closing balance	72	27

Other than trade receivables the Company has no significant class of financial assets that is past due but not impaired.

Refer to Note 10 for details of ageing of trade receivables.

Trade receivables including unbilled revenue from Three (March 31, 2024: Two) customer is Rs 16,174 (March 31, 2024 : Rs 10,358) which is individually more than 10 percent of the Company's trade receivables including unbilled revenue.

Credit risk on cash and cash equivalents is limited as the Company generally transacts with Banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units.

(iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation (refer note 13).

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2025:

Particulars	Less than 1 year	1 - 2 years	2-5 years	>5 years	Total
Borrowings	34,019	4,404	19,818	-	58,241
Lease liabilities	410	373	698	52	1,533
Trade payables	5,959	-	-	-	5,959
Derivative liabilities	40	18	956	-	1,014
Other financial liabilities	1,656	8,970	-	-	10,626
Total	42,084	13,765	21,472	52	77,373

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2024:

Particulars	Less than 1 year	1 - 2 years	2-5 years	>5 years	Total
Borrowings	20,857	3,938	25,344	-	50,139
Lease liabilities	590	393	1,046	115	2,144
Trade payables	5,750	-	-	-	5,750
Derivative liabilities	2	1	1,162	-	1,165
Other financial liabilities	2,492	-	7,426	-	9,918
Total	29,691	4,332	34,978	115	69,116

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(iv) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, such as foreign exchange rates, interest rates and equity prices.

Foreign currency risk

The Company is exposed to foreign exchange risk through operating and borrowing activities in foreign currency. The Group holds derivative instruments such as cash flow hedge contracts, foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates and foreign currency exposure.

The currency profile of financial assets and financial liabilities as at March 31, 2025 and March 31, 2024 are expressed in Indian rupees millions as below:

March 31, 2025	USD	EUR	Others
Financial assets			
Trade Receivables	18,323	-	-
Cash and cash equivalents	323	-	-
Derivative Assets	56	-	-
Other financial assets	-	-	-
Financial liabilities			
Non-current borrowings	-	-	-
Current borrowings	(22,589)	-	-
Derivative liabilities	(58)	-	-
Trade Payables	(1,162)	(167)	(91)
Other financial liabilities	(9,014)	(28)	(13)
Net assets / (liabilities)	(14,121)	(195)	(104)
March 31, 2024	USD	EUR	Others
Financial assets			
Trade Receivables	14,751	29	30
Cash and cash equivalents	238	17	-
Derivative Assets	308	-	-
Other financial assets	-	-	-
Financial liabilities			
Non-current borrowings	(19,627)	-	-
Current borrowings	(6,446)	-	-
Derivative liabilities	(3)	-	-
Trade Payables	(1,023)	(225)	(21)
Other financial liabilities	(7,532)	(142)	(36)
Net assets / (liabilities)	(19,334)	(321)	(27)

Sensitivity analysis

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments and the impact on other components of equity arises from foreign exchange forward/option contracts designated as cash flow hedges.

Particulars	Impact on profit or (loss)		Impact on other components of equity	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
USD Sensitivity				
INR/USD - Increase by 1%	(141)	(193)	(268)	(198)
INR/USD - Decrease by 1%	141	193	229	176
EUR Sensitivity				
INR/EUR - Increase by 1%	(2)	(3)	(2)	(3)
INR/EUR - Decrease by 1%	2	3	2	3

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Derivative financial instruments

The following table gives details in respect of outstanding foreign exchange forward and option contracts:

Particulars	March 31, 2025	March 31, 2024
	(in USD Million)	
Foreign exchange forward contracts to sell between 0-2 Years	116	115
Foreign exchange forward contracts to buy between 0-2 Years	-	74
European style option contracts with periodical maturity dates between 0-2 Years	11	17
European style range forward contracts with periodical maturity dates between 0-2 Years	113	108
Interest rate swaps used for hedging LIBOR component in external commercial borrowings	-	75

Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from non-current/current borrowings with variable rates, which expose the Company to cash flow interest rate risk. During the year ended March 31, 2025 and March 31, 2024 the Company's borrowings at variable rate were denominated in INR and USD.

(a) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting year are as follows:

Particulars	March 31, 2025	March 31, 2024
Variable rate borrowings	24,436	26,895
Fixed rate borrowings	33,805	23,244
Total borrowings	58,241	50,139

(b) Sensitivity

The Company policy is to maintain an optimum balance between fixed and variable rate borrowings using interest rate swaps to achieve this when necessary. The Company is therefore subject to interest rate risk as defined under Ind AS 107.

A reasonably possible change of 100 basis points in interest rates for variable rate borrowings at the reporting date would have increased (decreased) equity and profit or loss by Rs. 244 (March 31, 2024 : Rs. 269)

32. Capital management

The key objective of the Company's capital management is to ensure that it maintains a stable capital structure with the focus on total capital to uphold investor, creditor and customer confidence and to ensure future development of its business. The Company focused on keeping strong total capital base to ensure independence, security as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company (refer note 12, 13 and 16).

To maintain a stable capital structure, during the year ended 31 Mar 2023, the Company has issued equity shares (refer note 12) for a consideration (net of issue expense) of Rs. 65,265.

During the year ended 31 March 2023, the Company had issued NCRPS to the Holding Company which are classified as financial liabilities in these financial statements. However, the Company has considered NCRPS as part of capital for below disclosure.

The Company's goal is to continue to be able to return excess liquidity to shareholders by continuing to distribute annual dividends in future periods.

The future dividends of equity and preference shares will be balanced with efforts to continue to maintain an adequate liquidity status.

The capital structure as of March 31, 2025 and March 31, 2024 was as follows:

Particulars	March 31, 2025	March 31, 2024
Total equity	182,892	174,260
Preference share capital (NCRPS)	2,054	2,054
Total capital attributable to the shareholders of the Company (including NCRPS)	184,946	176,314
As a percentage of total capital	77%	79%
Non-current borrowings*	22,168	27,228
Current borrowings	34,019	20,857
Total borrowings	56,187	48,085
As a percentage of total capital	23%	21%
Total capital (Equity capital, preference capital and borrowings)	241,133	224,399

* includes OCD amounting to Rs. 16,079 (March 31, 2024 : 14,939) [refer note 13]

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

* includes BL OCD amounting to Rs. 19,318 (March 31, 2024 : 5,701) [refer note 13]

33. Contingent liabilities and commitments

(to the extent not provided for)

	March 31, 2025	March 31, 2024
(i) Contingent liabilities		
(a) Claims against the Company not acknowledged as debt	1,232	1,170
The above includes		
(i) Direct taxation	1,094	1,045
(ii) Indirect taxation (includes matters pertaining to disputes on VAT and CST)	138	125

The Company is involved in taxation matters that arise from time to time in the ordinary course of business. Judgment is required in assessing the range of possible outcomes for some of these tax matters, which could change substantially over time as each of the matter progresses depending on experience on actual assessment proceedings by tax authorities and other judicial precedents. Based on its internal assessment supported by external legal counsel views, if any, the Company believes that it will be able to sustain its positions if challenged by the authorities and accordingly no additional provision is required for these matters.

Other than the matter disclosed above, the Company is involved in disputes, lawsuits, proceedings etc. including patent and commercial matters that arise from time to time in the ordinary course of business. Management is of the view that above matters will not have any material adverse effect on the Company's financial position and results of operations.

	March 31, 2025	March 31, 2024
(ii) Commitments:		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	1,219	1,240

	March 31, 2025	March 31, 2024
(iii) Corporate guarantee given to subsidiaries towards borrowings from the bank and other financial commitments	96,535	128,760

34. Earnings per equity share (EPS)

	Year ended March 31, 2025	Year ended March 31, 2024
Profit for the year		
For Basic EPS	8,309	3,689
Add: Net loss / (gain) on financial liabilities measured at fair value through profit or loss	(206)	-
For Dilutive EPS	8,103	3,689
Shares		
Basic outstanding shares(Refer Note (a) below)	1,320,594,698	1,320,439,244
Add: Effect of conversion of CCPS	231,163,944	231,163,944
Add: Effect of of conversion of CCD	10,686,044	9,280,756
Weighted average shares		
For computing basic EPS [refer note (a) below]	1,562,444,686	1,560,883,944
Adjustments for calculation of diluted earnings per share [refer note (b)] :		
- Employee stock options	8,050,441	5,894,446
- CCD	3,035,743	-
For computing diluted EPS	1,573,530,870	1,566,778,390
Earnings per equity share		
Basic (in Rs)	5.32	2.36
Diluted (in Rs)	5.15	2.35

(a) Excludes Treasury shares

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (b) Potential ordinary shares are antidilutive when their conversion to ordinary shares would increase earnings per share or decrease loss per share. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential ordinary shares that would have an antidilutive effect on earnings per share.

35. Segmental reporting

The Chief Operating Decision Maker reviews the operations of the Company as Pharmaceutical business, which is considered to be the only reportable segment by the management.

Geographical segment

For details of revenue by geography please refer to note 19.1 and for details of significant customer refer note 19.5.

36. Employee stock compensation

a) Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24 ('RSU Plan 2022')

On July 21, 2021, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24 ('RSU Plan 2022') for the grant of Restricted stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Biologics Employees Welfare Trust.

In August 2021, based on the approval of the Board, the Company granted RSUs to its employees under this Plan. For grants made before August 1, 2021, the options would vest to the employees as 33%, 33% and 34% of the total grant at the end of first, second and third year, respectively from the date of grant. For grants made in August 2022 and October 2022, the vesting would be 50% and 50% of the total grant at the end of first and second year, respectively from the date of grant. For grants made in July 2023, October 2023 and January 2024 the vesting would be 100% of the total grant at the end of first year. Exercise period is 3 years for each grant. These options are exercisable at Rs. 10 per RSU. The RSU Plan provides for certain market and non-market conditions for vesting which are measured through revenue, profit, achievement of key milestones and share price.

b) Biocon Biologics Limited Restricted Stock Units Plan 2023 ('RSU Plan 2023')

On February 22, 2023, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2023 ('RSU Plan 2023') for the grant of Restricted stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Limited Employees Welfare Trust.

In March 2023, based on the approval of the Board, the Company granted RSUs to its employees under this Plan. The options under this grant would vest to the employees as 25% in first year after the grant date, 25% on the event of IPO, 25% after the expiry of one year from IPO date and 25% after the expiry of 2 years from the IPO date. The options are exercisable only on the event of an IPO and exercise period shall be one year from the date of last vesting. These options are exercisable at Rs. 10 per RSU.

C) Biocon Biologics Limited Restricted Stock Units and Performance Stock Units Long Term Incentive Plan FY 2025-24 ('RSU Plan 2025')

On February 6, 2024, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units and Performance Stock Units Long Term Incentive Plan FY 2025-29 ('RSU Plan 2025') for the grant of Restricted stock units ('RSU') and Performance stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Biologics Employees Welfare Trust.

During the year ended March 31, 2025, based on the approval of the Board, the Company granted RSUs to its employees under this Plan on various dates. RSU Plan 2025 also provides for certain market and non-market conditions for vesting which are measured through revenue, profit, achievement of key milestones and share price. Vesting condition of RSU Plan 2025 will vary employee to employee and would range from one years to three years. Exercise period is 3 years from the date of vesting for each of the grant and the exercise price is Rs. 10 per RSU/PSU.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Particulars	March 31, 2025		March 31, 2024	
	No of Options	Weighted Average Exercise Price	No of Options	Weighted Average Exercise Price
RSU Plan 2022				
Outstanding at the beginning of the year	6,816,997	10	5,637,231	10
Granted during the year	-	10	1,873,818	10
Lapses/forfeited during the year	359,607	10	660,462	10
Exercised during the year#	501,379	10	33,590	10
Expired during the year	-	-	-	-
Outstanding at the end of the year	5,956,011	10	6,816,997	10
Exercisable at the end of the year	5,956,011	10	2,954,271	10
Weighted average remaining contractual life (in years)	2.6		3.6	-
Weighted average fair value of options granted	240.4		240.4	-
RSU Plan 2023				
Outstanding at the beginning of the year	1,582,620	10	2,039,997	10
Granted during the year	-	10	9,550	10
Lapses/forfeited during the year	350,186	-	466,927	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	1,232,434	10	1,582,620	10
Exercisable at the end of the year	338,530	10	393,268	-
Weighted average remaining contractual life (in years)	4.0		3.9	-
Weighted average fair value of options granted	241.4		241.4	-
RSU Plan 2024-29				
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	3,882,367	10	-	-
Lapses/forfeited during the year	15,222	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	3,867,145	10	-	-
Exercisable at the end of the year	-	-	-	-
Weighted average remaining contractual life (in years)	4.7		-	-
Weighted average fair value of options granted	301.8		-	-

for the year ended March 31, 2024 pending allotment

Assumptions used in determination of the fair value of the stock options under the option pricing model for grants during the year are as follows:

Particulars	March 31, 2025	March 31, 2024	
	RSU Plan 2025	RSU Plan 2022	RSU Plan 2023
Weighted Average Exercise Price	10	10	10
Expected volatility *	30.4% - 33.8%	31.3% - 32.2%	39.5% - 44.7%
Life of the options granted (vesting and exercise period) in years	5	4	5
Average risk-free interest rate	6.5% - 6.7%	7.0% - 7.2%	7.1% - 7.4%
Expected dividend rate	0%	0%	0%

* The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The Company has recorded an amount of Rs 535 (March 31, 2024: Rs. 730) as cost of the above RSU Plan in the statement of profit and loss.

- b) The employees of the Group are eligible for shares under the Biocon Employee Stock Option Plan ('ESOP Plan 2000'), Biocon - Restricted Stock Units of Syngene International Limited ('RSU Plan 2015') and Biocon - Restricted Stock Units of Biocon Biologics Limited (formerly "Biocon Biologics India Limited") ('RSU Plan 2019') (collectively "stock option plans") of Biocon Limited.

Notes to the Standalone financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Total number of options outstanding	March 31, 2025	March 31, 2024
ESOP Plan 2000	442,870	801,430
RSU Plan 2019 #	2,000,676	3,257,615

adjusted for the impact of bonus issue

The Company has recorded an amount of Rs 54 (March 31, 2024: Rs 78) as cost of the above stock option plans based on amounts cross charged by its Holding company.

37. Exceptional item

- a) The Department of Pharmaceuticals ('DOP'), via Corrigendum dated October 20, 2023, has modified the PLI guidelines to limit the annual incentive allocation to each applicant for the first 4 years of the scheme. Pursuant to such guidelines, during the year ended March 31, 2024, the Company has reversed Rs. 82 of excess PLI accrual made in the books for the year. The reversal has been recognized as an exceptional item for the financial year ended March 31, 2024. Consequential tax impact of Rs. 11 million is included in tax expense for the period.

38. Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Particulars	In cash	Yet to be paid in cash	Total
March 31, 2025			
(i) Construction/acquisition of any asset *	56	-	56
(ii) On purposes other than (i) above	79	3	81
Total	135	3	137
March 31, 2024			
(i) Construction/acquisition of any asset *	56	-	56
(ii) On purposes other than (i) above	64	-	64
Total	120	-	120

* not owned by the Company

Particulars	March 31, 2025	March 31, 2024
Amount required to be spent by the company during the year	1	-
Amount of expenditure incurred	137	120
Excess amount spent during the year	136	120
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-

Nature of CSR activities conducted by company during the year ending March 31, 2023 are as follows:

- Promoting healthcare
- Environmental sustainability
- Mass transit system
- Promoting education

Refer note 28 for details of related party transactions

Notes to the Standalone financial statements

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

39. Financial ratios:

Ratio	Numerator	Denominator	March 31, 2025	March 31, 2024	% Variance
a. Current ratio	Current assets	Current liabilities	1.05	1.12	-6%
b. Debt-Equity ratio	Total borrowings * excluding NCRPS	Total equity including NCRPS	0.30	0.27	11%
c. Debt service coverage ratio ¹	Earnings for debt service = Net profit before tax + Depreciation and amortisation + Finance costs + Non cash exceptional items	Debt service = Current lease liabilities + Current borrowings	0.52	0.42	26%
d. Return on equity ratio ¹	Profit for the year	Average total equity including NCRPS	4.60%	2.14%	115%
e. Inventory turnover ratio	Cost of goods sold = Cost of raw materials and packing materials consumed + Purchases of traded goods + Changes in inventories	Average inventory	0.61	0.71	-14%
f. Trade receivables turnover ratio ⁴	Net credit sales = Revenue from operations	Average Trade Receivable	1.56	2.79	-44%
g. Trade payables turnover ratio ⁵	Net credit purchases = Purchases of traded goods + Purchases of raw materials and packing materials + other expenses	Average trade payables	3.63	2.82	28%
h. Net capital turnover ratio ²	Revenue from operations	Average Working capital (Working capital = Current assets – Current liabilities excluding NCRPS)	10.43	8.38	24%
i. Net profit ratio ¹	Profit for the year	Revenue from operations	28.13%	11.93%	136%
j. Return on capital employed ¹	Earnings before interest and taxes = Profit before tax + Finance costs	Capital Employed = Tangible Net Worth (Total equity - Intangibles assets) + Total Borrowings	6.66%	3.10%	115%
k. Return on investment ³	Realised and Unrealised gain	Average investment during the year	22.67%	212.96%	-89%

* includes OCD amounting to Rs. 16,079 (March 31, 2024 : 14,939) [refer note 13]

- Debt service coverage ratio, Return on equity, Net profit ratio and Return on capital employed has increased due to Profit earned during the year primarily on of increase in the other income during the year.
- Net capital turnover ratio has increased due to the improved working capital.
- Return on investments has decreased due to decreased investment during the year.
- Trade receivables turnover ratio has decreased due to increase in the receivables.
- Trade payables turnover ratio ratio has increase due to decrease in the receivables.

Notes to the Standalone financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

40. Other statutory information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988).
- (ii) The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iv) The Company is not declared as wilful defaulter by any bank or financial institution or government or any government authority.
- (v) The Company has not traded or invested in Crypto currency or Virtual currency during the financial year.

41. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries except as disclosed in note 13(i).

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Place: Bengaluru

Date: 06 May 2025

Consolidated Financial Statements

Independent Auditor's Report

To the Members of **Biocon Biologics Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Biocon Biologics Limited (hereinafter referred to as the "Holding Company"), its employee welfare trust and its subsidiaries (Holding Company, its employee welfare trust and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2025, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material 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, and based on the consideration of report of the other auditor on separate financial statements of such subsidiary as were audited by the other auditor, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2025, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit report of the other auditor referred to in paragraph (a) of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Management's and Board of Directors'/Board of Trustees' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting

Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company 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 responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such 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 information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

- a. We did not audit the financial information of one subsidiary, whose financial information reflects total assets (before consolidation adjustments) of Rs.39,847 million as at 31 March 2025, total revenues (before consolidation adjustments) of Rs. 15,563 million and net cash flows (before consolidation adjustments) amounting to Rs. 47 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial

statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

This subsidiary located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in its country and which has been audited by other auditor under generally accepted auditing standards applicable in its country. The Holding Company's management has converted the financial information of such subsidiary located outside India from accounting principles generally accepted in its country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor and the financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements of such subsidiary, as was audited by other auditor, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

- e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2025 to 5 May 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company, is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3) (b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. 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 and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiary, as noted in the "Other Matters" paragraph:
- a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2025 on the consolidated financial position of the Group. Refer Note 35 (i) to the consolidated financial statements.
 - b. Provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts including derivative contracts. Refer Note 31 to the consolidated financial statements in respect of such items as it relates to the Group.
 - c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2025.
 - d. (i) The management of the Holding Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 41 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management of the Holding Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 41 to the consolidated financial statements, no funds have been received by the Holding Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) 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 (i) and (ii) above, contain any material misstatement.
- e. The Company has neither declared nor paid any dividend during the year.
- f. Based on our examination which included test checks, except for the instances mentioned below, the Holding Company which is incorporated in India whose financial statements have been audited under the Act, have used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:
- (a) The feature of recording audit trail (edit log) facility was not enabled (i) at the database level for the period from 1 April 2024 to 24 October 2024. Also, for one database user the audit trail was not enabled for the period from 1 April 2024 to 25 February 2025; (ii) at the application level for certain fields / tables relating to all the significant processes and (iii) for certain changes at the application level which were performed by users having privileged access rights for the accounting software used for maintaining general ledger.
 - (b) The feature of recording audit trail (edit log) facility was not enabled (i) at the database level to log any direct data changes and (ii) for certain changes at the application level which were performed by users having privileged access rights for the accounting software used for maintaining the books of account relating to consolidation.
- Further, for the periods where audit trail (edit log) facility was enabled and operated, we did not come across any instance of audit trail feature being tampered with. Additionally, except where the audit trail was not enabled in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.
- C. In our opinion and according to the information and explanations given to us the remuneration paid during the current year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company are not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sanjay Sharma
Partner

Place: Bengaluru
Date: 06 May 2025

Membership No.: 063980
ICAI UDIN:25063980BMONVO7155

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Biocon Biologics Limited for the year ended 31 March 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xii) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Place: Bengaluru
Date: 06 May 2025

Sanjay Sharma
Partner
Membership No.: 063980
ICAI UDIN:25063980BMONVO7155

Annexure B to the Independent Auditor's Report on the consolidated financial statements of Biocon Biologics Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(i) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of Biocon Biologics Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company, a company incorporated in India under the Companies Act, 2013, as of that date.

In our opinion, the Holding Company, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Holding Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note. 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 Holding Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note 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 were 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 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 consolidated 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 internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sanjay Sharma
Partner

Place: Bengaluru
Date: 06 May 2025

Membership No.: 063980
ICAI UDIN:25063980BMONVO7155

Consolidated Balance Sheet as at March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Note	March 31, 2025	March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	42,853	36,885
Capital work-in-progress	3(a)	16,679	18,891
Right-of-use assets	3(b)	1,391	1,646
Goodwill	3(c)	167,593	163,460
Other Intangible assets	4	57,590	62,142
Intangible assets under development	4	43,119	39,341
Financial assets			
(i) Investments	9(a)	-	-
(ii) Derivative assets		27	269
(iii) Other financial assets	5(a)	117	864
Income tax assets (net)		824	574
Deferred tax assets (net)	6	761	2,568
Other non-current assets	7(a)	3,645	3,529
Total non-current assets		334,599	330,169
Current assets			
Inventories	8	33,333	37,092
Financial assets			
(i) Investments	9(b)	1,118	109
(ii) Trade receivables	10	42,831	49,505
(iii) Cash and cash equivalents	11	21,823	8,534
(iv) Bank balance other than (iii) above	11	4,613	553
(v) Derivative assets		268	686
(vi) Other financial assets	5(b)	969	605
Other current assets	7(b)	3,900	3,839
Total current assets		108,855	100,923
TOTAL ASSETS		443,454	431,092
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12(a)	13,217	13,217
Other equity	12(b)	183,711	170,192
Total equity		196,928	183,409
Non-current liabilities			
Financial liabilities			
(i) Borrowings	13	119,048	112,172
(ii) Lease liabilities	27	1,197	1,402
(iii) Derivative liabilities		1,172	1,163
(iv) Other financial liabilities	18(a)	14,096	7,426
Provisions	14(a)	1,803	1,672
Deferred tax liabilities (net)	6	2,612	3,950
Other non-current liabilities	15(a)	670	343
Total non-current liabilities		140,598	128,128
Current liabilities			
Financial liabilities			
(i) Borrowings	16	40,896	26,748
(ii) Lease liabilities	27	502	605
(iii) Trade payables	17		
-Total outstanding dues of micro and small enterprises		268	297
-Total outstanding dues of creditors other than micro and small enterprises		53,633	56,509
(iv) Derivative liabilities		394	2
(v) Other financial liabilities	18(b)	6,331	32,491
Other current liabilities	15(b)	2,620	1,239
Provisions	14(b)	788	678
Current tax liabilities (net)		496	986
Total current liabilities		105,928	119,555
TOTAL LIABILITIES		246,526	247,683
TOTAL EQUITY AND LIABILITIES		443,454	431,092

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Shreehas P Tambe

Managing Director

DIN: 09796480

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Consolidated Statement of Profit and Loss

for the year ended March 31, 2025
(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Note	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	19		
Sale of products		88,884	81,987
Sale of services		801	2,290
Other operating revenue		489	3,965
Other income	20	11,270	1,764
Total income		101,444	90,006
Expenses			
Cost of raw materials and packing materials consumed	21	18,559	18,208
Purchases of traded goods		6,266	16,101
Changes in inventories of finished goods, traded goods and work-in-progress	22	5,726	(6,988)
Employee benefits expense	23	15,619	12,702
Finance costs	24	8,249	8,637
Depreciation and amortisation expense	25	11,149	10,302
Other expenses	26	26,345	28,824
		91,913	87,786
Less: Recovery of cost from co-development partners (net)		(1,345)	(737)
Total expenses		90,568	87,049
Profit before tax and exceptional items		10,876	2,957
Exceptional items	39	806	166
Profit before tax		11,682	3,123
Tax expenses/(credit)	29		
Current tax		2,046	1,733
Deferred tax charge/ (credit)			
Minimum alternative tax charge/(credit)		304	(750)
Other deferred tax charge /(credit)		436	(42)
Total tax expenses		2,786	941
Profit for the year		8,896	2,182
Other comprehensive income (OCI)			
(i) Items that will not be reclassified subsequently to profit or loss			
Re-measurement losses on defined benefit plans		(44)	(35)
Income tax effect		15	12
		(29)	(23)
(ii) Items that may be reclassified subsequently to profit or loss			
Effective portion of (losses)/ gains on hedging instrument in cash flow hedges		(1,244)	896
Exchange difference on translation of foreign operations		5,013	1,959
Income tax effect		344	(222)
		4,113	2,633
Other comprehensive income for the year, net of tax		4,084	2,610
Total comprehensive income for the year		12,980	4,792
Earnings per equity share	36		
Basic (in Rs)		5.69	1.40
Diluted (in Rs)		5.52	1.39

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on behalf of the Board of Directors of Biocon Biologics Limited

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Consolidated Statement of Cash Flows for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Year ended March 31, 2025	Year ended March 31, 2024
I Cash flows from operating activities		
Profit for the year	8,896	2,182
<u>Adjustments to reconcile profit for the year to net cash flows</u>		
Depreciation and amortisation expense	11,149	10,302
Tax expense	2,786	941
Finance costs	8,249	8,637
Employee stock compensation expense (refer note 38)	535	730
Allowance for credit loss and bad debts	250	-
Net gain on sale of current investments	(123)	(495)
Sale of business (net) (refer note 20)	(10,573)	-
Provision for decline, other than temporary, in the value of non-current investments	25	-
Net loss on financial assets/liabilities designated at fair value through profit or loss	796	(1,020)
Unrealised foreign exchange (gain) / loss	(1,286)	(602)
Interest income	(474)	(141)
Exceptional expenses (non-cash) (refer note 39)	1,216	6,220
Operating profit before working capital changes	21,446	26,754
Movements in working capital		
Decrease / (Increase) in inventories	3,678	(7,563)
Decrease / (Increase) in trade receivables	5,593	(25,227)
(Decrease) / Increase in trade payables, other financial & non financial liabilities and provisions	(1,083)	30,041
(Increase) in other assets	(3,113)	(775)
Cash generated from operations	26,521	23,230
Income taxes paid (net of refunds)	(2,792)	(1,363)
Net cash flow generated from operating activities	23,729	21,867
II Cash flows from investing activities		
Purchase of property, plant and equipment including Capital work-in-progress	(6,770)	(6,465)
Purchase of other intangible assets and intangible assets under development	(1,208)	(1,972)
Sale of business (refer note 20)	11,420	-
Purchase of non current investments	(25)	-
Purchase of current investments	(36,348)	(30,842)
Proceeds from sale of current investments	35,371	31,799
Redemption/ (Investment) of fixed deposit with original maturity more than 3 months	(4,000)	1
Interest received	189	141
Net cash flow (used in) investing activities	(1,371)	(7,338)
III Cash flows from financing activities		
Proceeds from issuance of debentures [refer note 13 (i), (j) and (k)]	11,900	8,000
Proceeds from non-current borrowings (net)	95,569	-
Repayment of non-current borrowings	(97,282)	(23,774)
Proceeds/ (repayment) from current borrowings (net)	3,907	6,700
Payment of deferred consideration related to acquisition of biosimilars business from Viatri	(16,881)	-
Repayment of lease liabilities	(738)	(629)
Interest paid	(5,675)	(8,015)
Net cash flow (used in) financing activities	(9,200)	(17,718)
IV Net Increase /(decrease) in cash and cash equivalents (I + II + III)	13,158	(3,189)
V Effect of exchange differences on cash and cash equivalents held in foreign currency	239	(8)
VI Cash and cash equivalents at the beginning of the year	5,393	8,590

Consolidated Statement of Cash Flows

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

	Year ended March 31, 2025	Year ended March 31, 2024
VII Cash and cash equivalents at the end of the year (IV + V + VI)	18,790	5,393
Reconciliation of cash and cash equivalents as per statement of cash flow		
Cash and cash equivalents (Note 11)		
Balances with banks - on current accounts	10,630	8,534
Deposits with original maturity of less than 3 months	11,193	-
	21,823	8,534
Cash credits (note 16)	(3,033)	(3,141)
Balance as per statement of cash flows	18,790	5,393

Reconciliation between opening and closing balance sheet for liabilities arising from financing activities

Particulars	Opening balance April 1, 2024	Cash flows	Non-cash movement	Closing balance March 31, 2025
Non-current borrowings (including current maturities)	118,235	10,187	6,955	135,377
Current borrowings	17,544	3,907	83	21,534
Interest accrued but not due	145	2,291	-	2,436
Total liabilities from financing activities	135,924	16,385	7,038	159,347

Particulars	Opening balance April 1, 2023	Cash flows	Non-cash movement	Closing balance March 31, 2024
Non-current borrowings (including current maturities)	133,694	(15,774)	315	118,235
Current borrowings	10,842	6,700	2	17,544
Interest accrued but not due	192	(47)	-	145
Total liabilities from financing activities	144,728	(9,121)	317	135,924

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

for and on behalf of the Board of Directors of Biocon Biologics Limited

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025

Consolidated Statement of Changes in Equity for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(A) Equity share capital

	March 31, 2025	March 31, 2024
Opening balance	13,217	13,217
Shares issued during the year	-	-
Closing balance	13,217	13,217

(B) Other equity

Particulars	Equity portion of preference shares [refer note 13 (g)]	Compulsorily Convertible Preference Shares classified as Equity instrument	Equity portion of Convertible Debentures	Securities Premium	Retained earnings	Amalgamation adjustment reserve	Debt redemption reserve	Capital redemption reserve	Treasury Shares	Fair value reserve for Compound Financial Instrument	Employee stock option outstanding reserve	Cash flow hedging reserves	Foreign currency translation reserve	Re-measurement losses on defined benefit plans	Total other equity
Balance at April 1, 2023	100	2,312	-	153,327	2,265	(1,348)	1,363	1,292	(13)	-	859	(29)	2,802	(71)	162,859
Profit for the year	-	-	-	-	2,182	-	-	-	-	-	-	-	-	-	2,182
Other comprehensive income, net of tax	-	-	-	-	-	-	-	-	-	-	-	674	1,959	(23)	2,610
Total comprehensive income for the year	-	-	-	-	2,182	-	-	-	-	-	-	674	1,959	(23)	4,792
Transactions recorded directly in equity															
Securities premium received on issue of securities issued during the year [refer note 13 (i) and (j)]	-	-	-	7,715	-	-	-	-	-	-	-	-	-	-	7,715
Compulsorily convertible debentures classified as Equity [refer note 13 (i)]	-	-	2,850	(2,893)	-	-	-	-	-	-	-	-	-	-	(43)
Compulsorily convertible debentures classified as Compound Financial Instrument [refer note 13 (i) and 31]	-	-	-	-	-	-	-	-	-	(1,039)	-	-	-	-	(1,039)
Optionally convertible debentures classified as Liability [refer note 13 (ii)]	-	-	-	(4,822)	-	-	-	-	-	-	-	-	-	-	(4,822)
Employee stock compensation expense [refer note 38]	-	-	-	-	-	-	-	-	-	-	730	-	-	-	730
Balance at March 31, 2024	100	2,312	2,850	153,327	4,447	(1,348)	1,363	1,292	(13)	(1,039)	1,589	645	4,761	(94)	170,192
Profit for the year	-	-	-	-	8,896	-	-	-	-	-	-	-	-	-	8,896
Other comprehensive income, net of tax	-	-	-	-	-	-	-	-	-	-	-	(900)	5,013	(29)	4,084
Total comprehensive income for the year	-	-	-	-	8,896	-	-	-	-	-	-	(900)	5,013	(29)	12,980
Transfer from debt redemption reserve	-	-	-	-	(1,636)	-	1,636	-	-	-	-	-	-	-	-
Issue of equity shares on exercise of options	-	-	-	-	-	-	-	-	4	-	-	-	-	-	4
Employee stock compensation expense [refer note 38]	-	-	-	-	-	-	-	-	-	-	535	-	-	-	535
Balance at March 31, 2025	100	2,312	2,850	153,327	11,707	(1,348)	2,999	1,292	(9)	(1,039)	2,124	(255)	9,774	(123)	183,711

The accompanying notes are an integral part of the Consolidated financial statements.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on behalf of the Board of Directors of Biocon Biologics Limited

Sanjay Sharma

Partner

Membership No: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary



Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

1. Company Overview

1.1 Reporting entity

Biocon Biologics Limited ("BBL" or the "parent company" or "the Company"), a subsidiary of Biocon Limited, together with its subsidiaries and trust (collectively, the "Group"), is engaged in manufacture and development of pharmaceutical formulations. The Company is a public limited company incorporated and domiciled in India and has its registered office at Biocon House, Semicon Park Electronics City, Phase – II, Hosur Road, Bengaluru – 560 100.

1.2 Basis of preparation of financial statements

a) Statement of compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

These consolidated financial statements have been prepared for the Group as a going concern basis on the basis of relevant Ind AS that are effective at the Company's annual reporting date, March 31, 2025.

These consolidated financial statements are approved for issuance by the Company's Board of Directors on May 6, 2025.

Details of the Group's accounting policies are included in Note 2.

b) Functional and presentation currency

These consolidated financial statements are presented in Indian rupees (INR), which is also the functional currency of the parent Company. All amounts have been rounded-off to the nearest million, unless otherwise indicated. In respect of subsidiaries whose operations are self-contained and integrated, the functional currency has been determined to be the currency of the primary economic environment in which the entity operates.

c) Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis, except for the following items:

- Derivative Financial Instruments at fair value
- Certain financial assets and liabilities are measured at fair value;
- Net defined benefit assets/(liability) are measured at fair value of plan assets, less present value of defined benefit obligations;
- Employee stock compensation at grant date fair value.
- Contingent consideration receivable or payable in a business combination at fair value
- Non derivative financial instruments at Fair Value Through Profit and Loss (FVTPL)

d) Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:

- Note 1.2(b) — Assessment of functional currency;
- Note 2(c) and 31 — Financial instruments;
- Note 2(d), 2(e) and 3 — Useful lives of property, plant and equipment and other intangible assets;
- Note 2(j) and 30 — measurement of defined benefit obligation; key actuarial assumptions;
- Note 2(n), 6 and 29 — Provision for income taxes and related tax contingencies and evaluation of recoverability of deferred tax assets.
- Note 2(l) and 19 — Revenue Recognition: whether revenue from sale of product and licensing income is recognised over time or at a point in time;

1.3 Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes:

- Note 2(i)(ii) – impairment test of non-financial assets; key assumptions underlying recoverable amounts including the recoverability of expenditure on internally-generated intangible assets;
- Note 6 and 29 – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- Note 2(l) and 19 - Revenue Recognition; estimate of expected returns, chargebacks, rebates and other allowances;
- Note 30 - measurement of defined benefit obligations: key actuarial assumptions;
- Note 31 - impairment of financial assets; and
- Note 14 and 35 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.
- Note 38 - Employee stock compensation
- Note 2(i) and 3(c) - impairment test of goodwill: key assumptions underlying recoverable amounts, including the recoverability of development costs;

1.4 Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 31 - financial instruments
- Note 38 - Employee stock compensation

1.5 Operating cycle

The Group classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or

- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when -

- it expects to settle the liability or consume it, in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Group's normal operating cycle is twelve months.

2 Material accounting policies

a. Basis of consolidation

i. Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The financial statements of the Group are consolidated on line-by-line basis. Intra-group transactions, balances and any unrealised gains arising from intra-group transactions, are eliminated. Unrealised losses are eliminated, but only to the extent that there is no evidence of impairment. All temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions are recognised as per Ind AS 12, Income Taxes.

For the purpose of preparing these consolidated financial statements, the accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group.

Non-controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

ii. Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in statement of profit or loss.

iii. Associates and joint arrangements (equity accounted investees)

The Group's interests in equity accounted investees comprise interests in associates and a joint venture.

An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and other comprehensive income (OCI) of equity-accounted investees until the date on which significant influence or joint control ceases.

iv. Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

b. Foreign currency

i. Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of companies at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in statement of profit or

loss, except exchange differences arising from the translation of the qualifying cash flow hedges to the extent that the hedges are effective which are recognised in OCI.

ii. Foreign operations

The assets and liabilities of foreign operations (subsidiaries, associates, joint arrangements) including goodwill and fair value adjustments arising on acquisition, are translated into INR, the functional currency of the Group, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Foreign currency translation differences are recognised in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to NCI.

c. Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (FVOCI) – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss. However, see Note 31 for derivatives designated as hedging instruments.

Financial assets at amortised cost These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.

Debt investments at FVOCI These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to statement of profit and loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit and loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss. Any gain or loss on derecognition is also recognised in statement of profit and loss.

iii. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit and loss.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in statement of profit or loss.

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates.

At inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in statement of profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

vi. Net investment hedges

When a derivative instrument or a non-derivative financial liability is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of changes in the fair value of a derivative or foreign exchange gains and losses for a non-derivative is recognised in OCI and presented in other equity within equity. Any ineffective portion of the changes in the fair value of the derivative or foreign exchange gains and losses on the non-derivative is recognized immediately in profit or loss. The amount recognised in OCI is fully or partially reclassified to profit or loss as a reclassification adjustment on disposal or partial disposal of the foreign operation, respectively.

vii. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

viii. Cash dividend to equity holders

The Group recognises a liability to make cash distribution to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity. Interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

d. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises the cost of materials and direct labor, any other costs including import duty, and other non-refundable taxes or levies that are directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are disclosed under other non-current assets and cost of assets not ready for intended use before the year end, are disclosed as capital work-in-progress.

ii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate of useful life	Useful life as per Schedule II
Building	25-30 years	30 years
Roads	5-12 years	5 years
Plant and equipment (including Electrical installation and Lab equipment)	9-15 years	8-20 years
Computers and servers	3 years	3-6 years
Office equipment	3-5 years	5 years
Research and development equipment	9-10 years	5-10 years
Furniture and fixtures	6 years	10 years
Vehicles	6 years	6-10 years
Leasehold improvements	5 years or lease period whichever is lower	

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

iii. Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

e. Intangible assets

Internally generated: Research and development

Expenditure on research activities is recognised in statement of profit and loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in statement of profit and loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortisation and any accumulated impairment losses.

Others

Other intangible assets are initially measured at cost. Subsequently, such intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

i. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred and cost can be measured reliably.

ii. Amortisation

Intangible assets are amortised on a straight line basis over the estimated useful life as follows:

— Computer software	3-5 years
— Marketing and Manufacturing rights	8-15 years
— Developed technology rights	8-15 years
— Brands	8-15 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

f. Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial

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recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

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

g. Business combination

The Group accounts for Business Combination using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at minimum, an input and substantive process and whether the acquired set has the ability to produce out

The consideration transferred in the acquisition is generally measured at fair value as at the date the control is acquired (acquisition date), as are the identifiable net assets acquired. Any gain on a bargain purchase is recognised in the OCI and accumulated in equity as capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. If there does not exist clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, then gain on a bargain purchase is recognised directly in equity as capital reserve.

Transaction costs/ acquisition related costs are expensed as incurred and services are received, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships with the acquiree. Such amounts are generally recognised in the statement of profit and loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration (or right to receive excess contingent consideration transferred) that meets the definition of a financial instrument is classified as equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognized in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Group reports in its financial statements provisional amounts for the items for which the accounting is incomplete. During the measurement period, the Group retrospectively adjusts the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognised as of that date.

During the measurement period, the Group also recognises additional assets or liabilities if new information is obtained about facts and circumstances that existed as of the acquisition date and, if known, would have resulted in the recognition of those assets and liabilities as of that date.

The measurement period ends as soon as the Group receives the information it was seeking about facts and circumstances that existed as of the acquisition date or learns that more information is not obtainable but does not exceed one year from the acquisition date.

Business combinations – common control transaction

Business combination involving entities that are controlled by the group is accounted for at carrying value. No adjustments are made to reflect the fair values, or recognise any new assets or liabilities except to harmonise accounting policies. The financial information in the consolidated financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements, irrespective of the actual date of combination. The identity of the reserves are preserved and the reserves of transferor becomes the reserves of the transferee. The difference, if any between the amounts recorded as share capital issued plus any additional consideration in the form of cash and the amounts of share capital of the transferor is transferred to amalgamation adjustment reserves and is presented separately from other capital reserves.

h. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

i. Impairment

i. 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 following:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit losses. For all other financial assets, ECL are measured at

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an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

Loss allowance for financial assets measured at amortised cost are deducted from gross carrying amount of the assets.

ii. Impairment of non-financial assets

The Group assess at each reporting date whether there is any indication that the carrying amount may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount in the statement of profit and loss.

Goodwill is tested annually for impairment. For the purpose of impairment testing, goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of a CGU (or an individual asset) is higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flow, discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to CGU (or the asset).

The Group's non-financial assets, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or groups of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

j. Employee benefits

i. Short-term employee benefits:

All employee benefits falling due within twelve months from the end of the period in which the employees render the related

services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. and are recognised as expenses in the period in which the employee renders the related service and measured accordingly."

ii. Post-employment benefits:

Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:"

Gratuity

The Group provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Group.

Liability with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Group recognises the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognised in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognised in other comprehensive income. The effect of any plan amendments are recognised in the statement of profit and loss.

Provident Fund

Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Amounts collected under the provident fund plan are deposited with in a government administered provident fund. The Company has no further obligation to the plan beyond its monthly contributions.

iii. Compensated absences

The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using the projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

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iv. Employee stock compensation

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date.

The grant date fair value of options granted (net of estimated forfeiture) to employees of the Company is recognised as an employee expense.

The Company has adopted the policy to account for Biocon Biologics Employees Welfare Trust as a legal entity separate from the Company, but as a subsidiary of the Company. Any loan from the Company to the trust is accounted for as a loan in accordance with its term.

The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards.

The increase in equity recognised in connection with share based payment transaction is presented as a separate component in equity under "Employee stock options outstanding reserve". The amount recognised as an expense is adjusted to reflect the actual number of stock options that vest. For the option awards, grant date fair value is determined under the option-pricing model. Forfeitures are estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures materially differ from those estimates.

k. Provisions (other than for employee benefits)

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Group from the contract are lower than

the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Group recognises any impairment loss on the assets associated with that contract.

l. Revenue from contracts with customers

i. Sale of goods

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. However, in certain cases, revenue is recognized on sale of products where shipment is on hold at specific request of the customer provided performance obligation conditions has been satisfied and control is transferred, with customer taking title of the goods. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as sales tax or other taxes directly linked to sales. If a contract contains more than one performance obligation, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices.

For contracts with distributors, no sales are recognised when goods are physically transferred to the distributor under a consignment arrangement, or if the distributor acts as an agent. In such cases, sales are recognised when control over the goods transfers to the end-customer, and distributor's commissions are presented within marketing and distribution.

The consideration received by the Group in exchange for its goods may be fixed or variable. Variable consideration is only recognised when it is considered highly probable that a significant revenue reversal will not occur once the underlying uncertainty related to variable consideration is subsequently resolved.

Provision for chargeback, rebates and discounts

Revenues are recorded net of provisions for variable consideration, including discounts, rebates, governmental rebate programs, price adjustments, returns, chargebacks, promotional programs and other sales allowances. Accruals for these provisions are presented in the consolidated financial statements as reductions in determining net sales and as a contra asset in accounts receivable, net (if settled via credit) and trade payables (if paid in cash).

Provisions for chargeback, rebates, discounts and Medicaid payments are estimated and provided for in the year of sales and recorded as reduction of revenue. A chargeback claim is a claim

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made by the wholesalers for the difference between the price at which the product is initially invoiced to the wholesaler and the net price at which it is agreed to be procured from the Company. Provisions for such chargebacks are accrued and estimated based on historical average chargeback rate actually claimed over a period of time, current contract prices with wholesalers/other customers and estimated inventory holding by the wholesalers/other customers.

Amounts recorded for revenue deductions can result from a complex series of judgements about future events and uncertainties and can rely heavily on estimates and assumptions.

ii. Milestone payments and out licensing arrangements

The Group enters into certain dossier sales, licensing and supply arrangements that, in certain instances, include certain performance obligations. Based on an evaluation of whether or not these obligations are inconsequential or perfunctory, the Group recognise or defer the upfront payments received under these arrangements.

Income from out-licensing agreements typically arises from the receipt of upfront, milestone and other similar payments from third parties for granting a license to product- or technology- related intellectual property (IP). These agreements may be entered into with no further obligation or may include commitments to regulatory approval, co-marketing or manufacturing. These may be settled by a combination of upfront payments, milestone payments and other fees. These arrangements typically also consist of subsequent payments dependent on achieving certain milestones in accordance with the terms prescribed in the agreement. Milestone payments which are contingent on achieving certain clinical milestones are recognised as revenues either on achievement of such milestones, if the milestones are considered substantive, or over the period we have continuing performance obligations, if the milestones are not considered substantive. Whether to consider these commitments as a single performance obligation or separate ones, or even being in scope of Ind-AS 115 'Revenues from Contracts with Customers', is not straightforward and requires some judgement. Depending on the conclusion, this may result in all revenue being calculated at inception and either being recognised at point in time or spread over the term of a longer performance obligation. Where performance obligations may not be distinct, this will be bundled with the subsequent product supply obligations. The new standard provides an exemption for sales-based royalties for licenses of intellectual property which will continue to be recognised as revenue as underlying sales are incurred.

The Group recognises a deferred income (contract liability) if consideration has been received (or has become receivable) before the Group transfers the promised goods or services to the customer. Deferred income mainly relates to remaining performance obligations in (partially) unsatisfied long-term contracts or are related to amounts the Group expects to receive for goods and services that have not yet been transferred

to customers under existing, non-cancellable or otherwise enforceable contracts.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

iii. Research services

In respect of research services involving 'time and materials' contracts, research fee are recognised as services are rendered, in accordance with the terms of the contracts. The rates charged to customers are arrived at a cost plus markup basis as per the terms of the agreement with each customer.

iv. Royalty income and profit share

The Royalty income and profit share earned through a License or collaboration partners is recognised as the underlying sales are recorded by the Licensee or collaboration partners.

v. Sales Return Allowances

The Group accounts for sales return by recording an allowance for sales return concurrent with the recognition of revenue at the time of a product sale. The allowance is based on Group's estimate of expected sales returns. The estimate of sales return is determined primarily by the Group's historical experience in the markets in which the Group operates.

vi. Dividends

Dividend is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

vii. Contribution received from customers/co-development partners towards plant and equipment

Contributions received from customers/co-development partners towards items of property, plant and equipment which require an obligation to supply goods to the customer in the future, are recognised as a credit to deferred revenue. The contribution received is recognised as revenue from operations over the useful life of the assets. The Group capitalises the gross cost of these assets as the Group controls these assets.

viii. Interest income and expense

Interest income or expense is recognised using the effective interest method.

m. Government grants

The Group recognises government grants only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Government grants received in relation to assets are recognised as deferred income and amortised over the useful life of such asset. Government grants, which are revenue in nature are either recognised as income or deducted

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in reporting the related expense based on the terms of the grant, as applicable.

n. Income taxes

Income tax comprises current and deferred income tax. Income tax expense is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity in which case it is recognised in other comprehensive income. Current income tax for current year and prior periods is recognised at the amount expected to be paid or recovered from the tax authorities, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis.

Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements except when:

- taxable temporary differences arising on the initial recognition of goodwill;
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred income tax assets and liabilities are measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or substantive enactment date. A deferred income tax assets is recognised to the extent it is probable that future taxable income will be available against which the deductible temporary timing differences and tax losses can be utilised. The Group offsets income-tax assets and liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

o. Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

p. Leases

(i) The Group as lessee:

The Group assesses whether a contract contains a lease, at the inception of contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control use of an identified asset, the Group assesses whether:

- The contract involves use of an identified asset;
- The Group has substantially all the economic benefits from the use of the asset through the period of lease; and
- The Group has the right to direct the use of an asset.

At the date of commencement of lease, the Group recognises a Right-of-use asset ("ROU") and a corresponding liability for all lease arrangements in which it is a lessee, except for leases with the term of twelve months or less (short term leases) and low value leases. For short term and low value leases, the Group recognises the lease payment as an operating expense on straight line basis over the term of lease.

Certain lease agreements include an option to extend or terminate the lease before the end of lease term. ROU assets and the lease liabilities includes these options when it is reasonably certain that they will be exercised.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., higher of fair value less cost to sell and the value-in-use) is determined on individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate explicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities

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are remeasured with a corresponding adjustment to the related right-of-use assets if the Group changes its assessment of whether it will exercise an extension or a termination of option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and the lease payments have been classified as financing cash flows.

q. Earnings per equity share

Basic earnings per equity share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per equity share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

r. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian

Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Group w.e.f. April 1, 2024. The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

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3 (a). Property, plant and equipment and Capital work-in-progress

	Land	Buildings	Leasehold improvements	Plant and equipment [Refer note (a)]	Research and development equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress [Refer note (b)]
Gross carrying amount									
At April 01, 2023	1,481	7,503	2,518	39,633	2,383	589	56	54,163	14,952
Additions	-	877	168	2,134	382	79	20	3,660	7,534
Disposals/transfers	-	-	-	(33)	(39)	-	-	(72)	(3,660)
Other adjustments									
- Foreign currency translation adjustment	21	112	-	254	-	1	-	388	65
At March 31, 2024	1,502	8,492	2,686	41,988	2,726	669	76	58,139	18,891
Additions	-	85	933	8,295	124	136	45	9,618	7,186
Disposals/transfers	-	-	-	(140)	(101)	-	(31)	(272)	(9,618)
Other adjustments									
- Foreign currency translation adjustment	38	212	-	476	-	3	-	729	220
At March 31, 2025	1,540	8,789	3,619	50,619	2,749	808	90	68,214	16,679
Accumulated Depreciation/Amortisation									
At April 01, 2023	-	1,776	99	13,952	1,306	264	18	17,415	-
Charge for the year	-	338	132	3,014	201	83	10	3,778	-
Disposals during the year	-	-	-	(36)	(39)	-	-	(75)	-
Other adjustments									
- Foreign currency translation adjustment	-	27	-	108	-	1	-	136	-
At March 31, 2024	-	2,141	231	17,038	1,468	348	28	21,254	-
Charge for the year	-	327	180	3,210	222	96	12	4,047	-
Disposals during the year	-	-	-	(139)	(72)	-	(17)	(228)	-
Other adjustments									
- Foreign currency translation adjustment	-	56	-	230	-	2	-	288	-
At March 31, 2025	-	2,524	411	20,339	1,618	446	23	25,361	-
Net carrying amount									
At March 31, 2024	1,502	6,351	2,455	24,950	1,258	321	48	36,885	18,891
At March 31, 2025	1,540	6,265	3,208	30,280	1,131	362	67	42,853	16,679

(a) Plant and equipment includes computer and office equipment.

(b) Capital work-in-progress primarily comprises of the Biologics manufacturing unit being currently set up in India and Malaysia.

(c) For details on security on certain property, plant and equipment, refer note 13.

(d) Borrowing cost capitalised during the year amounted to Rs 2,739 (March 31, 2024: Rs 1,891).

(e) Refer note 35(ii) for contractual commitments for purchase of property, plant and equipment.

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CWIP ageing schedule:

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7,146	4,751	1,738	3,044	16,679
As at March 31, 2025	7,146	4,751	1,738	3,044	16,679
Projects in progress	6,886	3,870	2,890	5,245	18,891
As at March 31, 2024	6,886	3,870	2,890	5,245	18,891

Capital work-in-progress ('CWIP') completion schedule (CWIP whose completion is overdue or has exceeded its cost compared to its original plan)

Particulars	To be completed in				Total
	Less than 1 year	1 - 2 years	2-3 years	More than 3 years	
Projects in progress					
Project 1	2,513	-	-	-	2,513
Project 2#	-	-	-	-	-
Project 4	3,876	-	-	-	3,876
As at March 31, 2025	6,389	-	-	-	6,389
Projects in progress					
Project 1	2,750	-	-	-	2,750
Project 2	6,563	-	-	-	6,563
Project 4	2,892	-	-	-	2,892
As at March 31, 2024	12,205	-	-	-	12,205

Project 2 was capitalised during the year ended March 31, 2025.

3 (b). Right-of-use assets

Particulars	Land	Buildings	Plant and equipment	Vehicles	Total
Gross carrying amount					
At April 01, 2023	53	1,610	1,064	-	2,727
Additions	-	396	-	243	639
Foreign currency translation adjustment	-	2	-	1	3
At March 31, 2024	53	2,008	1,064	244	3,369
Additions	-	27	-	316	343
Disposals	-	-	-	(93)	(93)
Foreign currency translation adjustment	-	4	-	4	8
At March 31, 2025	53	2,039	1,064	471	3,627
Accumulated depreciation					
At April 01, 2023	20	572	685	-	1,277
Depreciation for the year	5	231	175	34	445
Foreign currency translation adjustment	-	1	-	-	1
At March 31, 2024	25	804	860	34	1,723
Depreciation for the year	5	237	175	95	512
Disposals	-	-	-	-	-
Foreign currency translation adjustment	-	1	-	-	1
At March 31, 2025	30	1,042	1,035	129	2,236
Net carrying amount					
At March 31, 2024	28	1,205	204	210	1,646
At March 31, 2025	23	997	29	342	1,391

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

3 (c). Goodwill

Goodwill arising upon business combination is not amortized, but tested for impairment annually or more frequently if there is any indication that the cash generating unit ("CGU") to which goodwill is allocated is impaired

Particulars	March 31, 2025	March 31, 2024
Opening balance	163,460	161,098
Adjustment during the year	-	69
Other adjustments		
- Foreign Currency translation adjustment, net	4,133	2,293
Closing balance	167,593	163,460

For the purposes of impairment assessment, the Group is considered as single CGU. The recoverable amount of the above CGU has been determined using a value-in-use model. Value-in-use is generally calculated as the net present value of the projected post-tax cash flows plus a terminal value of the cash generating unit. Initially, a post-tax discount rate is applied to calculate the net present value of the post-tax cash flows. Key assumptions upon which the group has based its determinations of value-in-use include:

- Estimated cash flows for ten years, based on management's projections.
- A terminal value arrived at by extrapolating the last forecasted year cash flows to perpetuity, using growth rate ranging from 1% to 3%. This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector.
- The post tax discount rate used is 14% based on the Company's weighted average cost of capital.

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the CGU.

4. Other Intangible assets

Particulars	Other Intangible assets		Total	Intangible assets under development
	Computer software	Product related intangibles (including Licences, Brands and Patents)		
Gross carrying amount				
At April 01, 2023	534	62,992	63,526	46,463
Additions	1,160	8,603	9,763	3,414
Impairment during the year [refer note 39 (d)]	-	-	-	(3,854)
Disposal/transfer	(9)		(9)	(7,208)
Other adjustments				
- Foreign currency translation adjustment	1	1,098	1,099	526
At March 31, 2024	1,686	72,693	74,379	39,341
Additions	318	253	571	1,830
Other adjustments				
- Foreign currency translation adjustment	2	1,355	1,357	1,948
At March 31, 2025	2,006	74,301	76,307	43,119
Accumulated amortisation				
At April 01, 2023	343	5,689	6,032	-
Amortisation for the year	191	5,887	6,078	-
Disposal	(9)	-	(9)	-
Other adjustments				
- Foreign currency translation adjustment	1	135	136	-
At March 31, 2024	526	11,711	12,237	-

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Particulars	Computer software	Other Intangible assets Product related intangibles (including Licences, Brands and Patents)	Total	Intangible assets under development
Amortisation for the year	317	6,273	6,590	-
Disposal			-	-
Other adjustments				
- Foreign currency translation adjustment	2	(112)	(110)	-
At March 31, 2025	845	17,872	18,717	-
Net carrying amount				
At March 31, 2024	1,160	60,982	62,142	39,341
At March 31, 2025	1,161	56,429	57,590	43,119

(a) Borrowing cost capitalised during the year amounted to Rs 1,782 (March 31, 2024: Rs 2,136).

(b) Refer note 35 (ii) for contractual commitments for purchase of intangible assets.

Intangible assets under development ageing schedule:

Particulars	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1 - 2 years	2-3 years	More than 3 years	
Projects in progress	2,855	3,935	34,276	2,053	43,119
As at March 31, 2025	2,855	3,935	34,276	2,053	43,119
Projects in progress	3,868	33,437	163	1,874	39,341
As at March 31, 2024	3,868	33,437	163	1,874	39,341

Intangible assets under development completion schedule (projects whose completion is overdue or has exceeded its cost compared to its original plan)

Particulars	To be completed in				Total
	Less than 1 year	1 - 2 years	2-3 years	More than 3 years	
Projects in progress					
Project 1	6,962	-	-	-	6,962
Project 2	5,325	-	-	-	5,325
As at March 31, 2025	12,287	-	-	-	12,287
Projects in progress					
Project 1	-	6,835	-	-	6,835
Project 2	-	5,195	-	-	5,195
As at March 31, 2024	-	12,030	-	-	12,030

5. Other Financial Assets

	March 31, 2025	March 31, 2024
(a) Non-current		
Unsecured, considered good		
Deposits	117	114
Contingent consideration receivable [refer note 39(b)]	-	750
	117	864
(b) Current		
Other receivables (considered good - Unsecured)	969	605
	969	605

The Group's exposure of credit and currency risks, and loss allowances are disclosed in note 31.

[Also refer note 28 for details on related party transactions]

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

6. Deferred tax (liabilities) / assets (net)

	March 31, 2025	March 31, 2024
Deferred tax liabilities (net)	(2,612)	(3,950)
Deferred tax assets (net)	761	2,568
Total	(1,851)	(1,382)
Deferred tax liabilities		
Property, plant and equipments	(1,818)	(1,302)
Other intangible assets	(3,941)	(4,234)
Goodwill	(4,715)	(2,630)
Deferred consideration	-	(215)
Derivative assets	-	(270)
Gross deferred tax liabilities	(10,474)	(8,651)
Deferred tax assets		
MAT credit entitlement	1,327	1,631
Provision for employee benefit	564	294
Allowance for doubtful debts	25	9
Unutilised tax credits	6,082	4,201
Derivative liabilities	72	1
Deferred revenue	43	63
Lease liabilities	89	90
Provision for Inventory	1	636
Expenses allowed on payment basis	173	84
Others	247	260
Gross deferred tax assets	8,623	7,269
Deferred tax (liabilities) (net)	(1,851)	(1,382)

7. Other assets

(Unsecured considered good, unless otherwise stated)

	March 31, 2025	March 31, 2024
(a) Non-current		
Capital advances	1,132	1,618
Duty drawback receivable	21	16
Balances with statutory/government authorities	1,661	1,263
Prepayments	831	632
	3,645	3,529
(b) Current		
Balances with statutory / government authorities	1,964	2,543
Export incentive receivable	-	10
Advance to suppliers	1,047	429
Prepayments	889	857
	3,900	3,839

[Also refer note 28 for details on related party transactions]

8. Inventories

	March 31, 2025	March 31, 2024
Raw materials, including goods-in-bond (refer note (a) below)	4,179	3,717
Packing materials	4,243	2,738
Finished goods	5,422	7,458
Work-in-progress	10,646	9,067
Traded goods	8,843	14,112
	33,333	37,092

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (a) Inventories includes goods in-transit Rs 1,183 (March 31, 2024: Rs 3,985)
- (b) The Group considers estimated shelf life of products, planned product discontinuances, price changes, ageing of inventory and introduction of competitive new products, to the extent each of these factors impact the Group's business and markets, in determining the provision for slow moving, obsolete and other non-saleable inventory. Pursuant to the take-over of the Viatrix's biosimilar business and completion of first anniversary since the exit from the transition service agreement, the Group re-assessed the provision for inventory of finished goods, raw material and semi-finished goods. This assessment resulted into a release of provision of Rs. 650 during the year ended March 31, 2025 and the credit has been accounted for as a change in estimate within 'Changes in inventories of traded goods, finished goods and work-in-progress' and 'Cost of raw materials and packing materials consumed' in the consolidated statement of profit and loss.

Including the impact of change in estimates as explained in above para, net movement in provision for stock obsolescence, inventory write-off resulted in gain of Rs. 1,240 (March 31, 2024: expense of Rs. 196). These were recognised as an income/expense during the period and included in 'changes in inventories of traded goods, finished goods and work-in-progress' and 'Cost of raw materials and packing materials consumed' in consolidated statement of profit or loss.

9. Investments

	March 31, 2025	March 31, 2024
(a) Non Current		
Unquoted shares equity instruments		
Indian Foundation Quality Management - 2,500,000 (March 31, 2024 : Nil) equity shares of INR 10 each	25	-
Less: Provision for decline, other than temporary, in the value of non-current investments	(25)	-
	-	-
Aggregate amount of unquoted investments	25	-
Aggregate amount of impairment in value of investments	(25)	-
(b) Current		
Quoted - Investments at fair value through profit or loss:		
Investment in mutual funds	1,103	-
Investment in Invivyd Inc (formerly, 'Adagio Therapeutics Inc') - 294,000 (March 31, 2024 - 294,000) Common	15	109
Stock, par value USD 0.0001 each		
	1,118	109
Aggregate market value of quoted investments	1,118	109
Aggregate carrying value of quoted investments	1,118	109

The Group's exposure of credit and currency risks, and loss allowances are disclosed in note 31.

10. Trade receivables

	March 31, 2025	March 31, 2024
Current		
(a) Trade receivables considered good - Unsecured	42,831	49,505
(b) Trade receivables - credit impaired	276	297
	43,107	49,802
Allowance for expected credit loss	(276)	(297)
	42,831	49,505

[Also refer note 28 for details on related party transactions]

The Group's exposure of credit and currency risks, and loss allowances are disclosed in note 31.

- a) During the current year, the group has availed invoice purchase facility from the bank which met the derecognition criteria since the Group had transferred substantially all the risks and rewards of ownership over such receivables as the factoring arrangement represents a true sale and is without recourse to the Group. Accordingly, as at March 31, 2025, Rs. 5,000 has been derecognized from trade receivable.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Trade receivables ageing schedule:

	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables - considered good	108	44,436	7,254	2,672	947	-	-	55,417
Undisputed Trade receivables - credit impaired	-	-	-	-	41	93	142	276
As at March 31, 2025	108	44,436	7,254	2,672	988	93	142	55,693
Less: Provision for chargebacks / discounts / rebates / incentives settled through issuance of credit note to its customers								(12,586)
Allowance for expected credit loss								(276)
Net trade receivables								42,831
Undisputed Trade receivables - considered good	115	17,083	39,119	7,875	590	2	-	64,784
Undisputed Trade receivables - credit impaired	-	-	-	-	275	2	20	297
As at March 31, 2024	115	17,083	39,119	7,875	865	4	20	65,081
Less: Provision for chargebacks / discounts / rebates / incentives settled through issuance of credit note to its customers								(15,279)
Allowance for expected credit loss								(297)
Net trade receivables								49,505

11. Cash and bank balance

	March 31, 2025	March 31, 2024
Cash and cash equivalents		
Balances with banks:		
On current accounts	10,630	8,534
Deposits with original maturity of less than 3 months	11,193	-
	21,823	8,534
Other bank balances:		
Deposits with remaining maturity of less than 12 months	4,592	531
Margin money deposits	21	22
	4,613	553
Total cash and bank balances	26,436	9,087

(a) The Group has cash on hand which are not disclosed above since amounts are rounded off to Rupees million.

12(a). Share capital

	March 31, 2025	March 31, 2024
Authorised		
2,500,000,000 (March 31, 2024: 2,500,000,000) equity shares of Rs 10 each (March 31, 2024: Rs 10 each)	25,000	25,000
1,000,000,000 (March 31, 2024: 1,000,000,000) preference shares of Rs 10 each (March 31, 2024: Rs 10 each)	10,000	10,000
Issued, subscribed and fully paid-up		
1,321,724,958 (March 31, 2024: 1,321,724,958) equity shares of Rs 10 each	13,217	13,217
205,420,000 (March 31, 2024: 205,420,000) Non Convertible Redeemable Preference Shares ("NCRPS") of Rs 10 each	2,054	2,054
231,163,944 (March 31, 2024: 231,163,944) Compulsorily Convertible Preference Shares ("CCPS") of Rs 10 each	2,312	2,312
	17,583	17,583
Less : Preference share capital classified as a financial liability [refer note 13]	(2,054)	(2,054)
Less : Preference share capital classified as a equity instrument	(2,312)	(2,312)
Equity share capital	13,217	13,217

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(a) Equity shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	1,321,724,958	13,217	1,321,724,958	13,217
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,321,724,958	13,217	1,321,724,958	13,217

(b) Non convertible redeemable preference shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	205,420,000	2,054	205,420,000	2,054
Outstanding at the end of the year	205,420,000	2,054	205,420,000	2,054

(c) Compulsorily convertible preference shares

	March 31, 2025		March 31, 2024	
	No.	Rs	No.	Rs
At the beginning of the year	231,163,944	2,312	231,163,944	2,312
Outstanding at the end of the year	231,163,944	2,312	231,163,944	2,312

(ii) Terms/ rights attached to

(a) Equity shares

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

(b) Non convertible redeemable preference shares

- The tenure of the NCRPS shall be 10 years.
- The Company or NCRPS holder shall have the option to redeem the NCRPS at any time during the tenure of the NCRPS. If the Company or holder of NCRPS exercises such option of early redemption, the NCRPS shall be redeemable at its face value.
- The holder of the NCRPS shall be entitled to preferential dividend of 8.3% per annum on the face value of the NCRPS as may be mutually decided between the Company and the NCRPS holder. The dividends are non-cumulative and will be payable subject to availability of profits in the respective financial year and subject to declaration by the Board of Directors of the Company.
- Until redemption of the NCRPS, the NCRPS holder shall have priority of payment of dividend over the equity shareholders.
- The NCRPS are redeemable, at its face value, any time during the tenure of the instrument at the option of the holder. Owing to this feature, the instrument has been classified as financial liability and disclosed at its fair value which is equivalent to the face value. Also refer note 13.

(c) Compulsorily convertible preference shares

- The tenure of the CCPS shall be 10 years.
- Each CCPS shall be convertible into equity shares at any time at the option of the holder at a conversion rate of 1:1. The Company has an obligation to issue further equity shares to Mylan Inc, subject to maximum of 61,562,420 equity shares, such that the fair value of the equity holding by Mylan Inc post conversion is atleast USD 1,000 Mn.
- The holder of CCPS shall be entitled to preferential dividend of 0.001% per annum of the face value per CCPS.
- Until redemption of the CCPS, the CCPS holder shall have priority of payment of dividend over the equity shareholders.
- The CCPS holder shall be entitled to vote in all general meetings of Shareholders as if such CCPS holder held the number of Shares into which its CCPS can be converted (on a fully diluted basis).

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(iii) Details of shareholders holding more than 5% shares in the Company

	March 31, 2025		March 31, 2024	
	No.	% holding	No.	% holding
Equity shares of Rs 10 each fully paid				
Biocon Limited, the Holding Company (including shares held through nominees)	1,192,199,103	90.20%	1,172,399,798	88.70%
Serum Institute Life Sciences Private Limited	78,902,725	5.97%	78,902,725	5.97%
NCRPS of Rs 10 each fully paid				
Biocon Limited, the Holding Company	205,420,000	100.00%	205,420,000	100.00%
CCPS of Rs 10 each fully paid				
Mylan Inc	231,163,944	100.00%	231,163,944	100.00%

As per records of the Company, including its register of shareholders/ members, the above shareholding represents both legal and beneficial ownerships of shares.

- (iv) Pursuant to the Scheme of amalgamation between the Company and Biocon Research Limited, the Board of Directors on March 27, 2020 allotted 155,300,000 equity shares of Rs 10 each to the shareholders of Biocon Research Limited. These shares were issued for consideration other than cash.
- (v) Pursuant to approval of the shareholders, the Company on September 3, 2020 issued 824,175,932 bonus shares to equity share holders at a ratio of 4:1 by utilising retained earnings and securities premium balances.
- (vi) Pursuant to the Transaction Agreement (TA) between the Company and Viatris Inc, the Board of Directors on November 29, 2022 allotted 1 equity shares of Rs 10 each for Rs 280.74 per share and 231,163,944 CCPS of Rs 10 each for Rs 355.51 per share to Mylan Inc as consideration for acquisition of equity interest in Biosimilars NewCo Limited. These shares were issued for consideration other than cash.
- (vii) For details of any securities convertible into equity shares, please refer notes 12(a)(ii)(b), note 13 (h), note 13(i), note 13 (j) and note 13 (k).
- (viii) For details of shares reserved for issue under Employee stock compensation plans, please refer note 39.

(ix) Shareholding of Promoters

	March 31, 2025		March 31, 2024		March 31, 2023		% Change during the year ending	
	No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares	March 31, 2025	March 31, 2024
Biocon Limited								
(a) Equity shares	1,192,199,103	90.20%	1,172,399,798	88.70%	1,216,568,780	92.04%	1.50%	-3.34%
(b) NCRPS	205,420,000	100.00%	205,420,000	100.00%	205,420,000	100.00%	-	0.00%

(x) Dividends

The amount of per share dividend recognized as distributions to equity shareholders for the year ended March 31, 2025 was Nil per equity share (March 31, 2024 : Nil).

12(b). Other equity

Securities premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the standalone financial statements of the Company and also considering the requirements of the Act. Thus the amounts reported are not distributable in entirety.

SEZ re-investment reserve

The SEZ re-investment reserve has been created out of profit of eligible SEZ units in terms of the provisions of section 10AA(1)(ii) of the Income-tax Act, 1961. The reserve has been utilised for acquiring new plant and machinery for the purpose of its business in terms of section 10AA(2) of the Income-tax Act, 1961.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Amalgamation adjustment reserve

The amalgamation adjustment reserve is created to account for business combinations of entities under common control.

Debenture redemption reserve

The Group has issued Redeemable Non-Convertible Debentures ("NCD") and Redeemable Optionally Convertible Debentures ("OCD") in prior years. As per the provisions of the Companies Act, 2013, debenture redemption reserve is created out of profits of the Company available for payment of dividend.

Capital redemption reserve

The Group had redeemed Non Convertible Redeemable Preference Shares in prior years and as per the provisions of the Companies Act, 2013, a sum equal to the nominal value of the shares redeemed is transferred to the capital redemption reserve.

Treasury shares

Own equity instruments held by Biocon Biologics Employees Welfare Trust that are reacquired are recognised at cost and disclosed as deducted from equity.

Fair value reserve for Compound Financial Instrument

The Company has issued Compulsary Convertible Debentures during the year ended March 31, 2024. Fair value of derivative embedded in CCD at inception amounts to Rs. 1,039. Refer note 13(j) for further details.

Employee stock option outstanding reserve

The Group has established equity settled share based payment plans for certain categories of employees of the Group.

Cash flow hedging reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses (net of taxes, if any) arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges.

Foreign currency translation reserve

Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's reporting currency (i.e. Indian Rupees) are accumulated in the foreign currency translation reserve. This also includes effective portion of Group's net investment in foreign operations.

Other items of other comprehensive income

Other Items of other comprehensive income represents mark to market gain or loss on financial assets classified as FVTOCI and re-measurements of the defined benefits plan.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

13. Non-current borrowings

	March 31, 2025	March 31, 2024
Loans from banks (secured)		
Term loan [refer note (b) (c) (d) (e) and (l) below]	26,972	92,888
Loans from banks (unsecured)		
Term loan [refer note (f) and (m) below]	2,950	1,708
Other loans (secured)		
Senior Secured Notes 2029 ("Notes") [refer note (a) below]	66,954	-
Other loans from related parties (unsecured)		
Non-Convertible Redeemable Preference Shares ("NCRPS") [refer note 12(a)(ii)(b)]	2,054	2,054
Optionally Convertible Debentures ("BL OCD") [refer note (i) and (k) below]	19,318	5,701
Non-Cumulative Redeemable Convertible Preference Shares [refer note (g) below]	900	795
Other loans (unsecured)		
Redeemable Optionally Convertible Debentures ("OCD") [refer note (h) below]	16,079	14,939
Compulsorily Convertible Debentures ("CCD") [refer note (j) below]	150	150
	135,377	118,235
Less: Current maturity disclosed under the head "Current borrowings" [refer note 16]	(16,329)	(6,063)
	119,048	112,172
The above amount includes		
Secured borrowings	26,972	92,888
Unsecured borrowings	108,405	25,347
Amount disclosed under the head "Current borrowings" [refer note 16]	(16,329)	(6,063)
Net amount	119,048	112,172

- (a) During the year ended March 31, 2025, the Group through its wholly owned step-down subsidiary, Biocon Biologics Global PLC, has raised Rs. 66,763 (USD 800 million) by allotment of US dollar denominated senior secured notes (the "Notes") at issue price of 99.041%. The Notes bear interest at a rate of 6.67% per annum and will mature in October 2029. Interest on the Notes is payable semi-annually in April and October of each year. The Notes are listed on Singapore Exchange Securities Trading Limited (SGX-ST). The Notes are secured by first priority lien over all of the (i) capital stock of the Biocon Biologics Global PLC held by Biocon Biologics UK Limited (ii) capital stock of Biosimilars Collaboration Ireland Limited held by Biocon Biologics UK Limited and (iii) capital stock of the Biosimilars Newco Limited held by Biocon Biologics Limited and Biocon Biologics UK Limited and also secured by corporate guarantee by Biocon Biologics Limited, Biocon Biologics UK Limited, Biosimilars Newco Limited, Biosimilars Collaboration Ireland Limited and Biocon Sdn Bhd. These Notes restricts the Group from repaying dues toward NCRPS, BL OCD and OCD using internal accruals. Funds raised through the Notes is utilised to refinance the existing term loans. Carrying value of the Notes as at March 31, 2025 amounts to Rs. 66,954 (March 31, 2024: Nil)
- (b) During the year ended March 31, 2019, the Company had obtained an external commercial borrowing facility of USD 75 million from MUFG Bank Limited. This loan is repayable in 3 annual instalments commencing from April 2024 and carries an interest rate of SOFR + 1.26% p.a. The term loan facility is secured by first priority pari-passu charge on the plant and machinery of the facility for the manufacturing of pharmaceuticals. Carrying value of the loan as at March 31, 2025 amounts to Nil (March 31, 2024: Rs. 6,251). During the year ended March 31, 2025, the Group has pre-closed the entire amount outstanding.
- (c) During the year ended March 31, 2021, the Company had obtained a Term loan facility from The Hongkong and Shanghai Banking Corporation Limited amounting to Rs 3,500 repayable in 2 equal annual instalments commencing from April 2024. Term loan carries an interest rate of 3 Months T Bill + 2.3% p.a. and are secured by first pari-passu charge on the present and future movable Property plant & equipment of the Company. Carrying value of the loan as at March 31, 2025 amounts to Nil (March 31, 2024: Rs. 3,500). During the year ended March 31, 2025, the Group has pre-closed the entire amount outstanding.
- (d) During the year ended March 31, 2023, the Biosimilars Newco Limited (subsidiary of the Company) had entered into a USD 1.2 Billion long-term syndicated loan facility agreement with consortium of lenders for a tenure of 5 years. The term loan is repayable in quarterly instalments starting after 30 months of the execution of the agreement and carries an interest rate of SOFR + margin of 1.95% p.a to 1.35% p.a. The loan is secured by first pari-passu charge movable Property plant & equipment of the Company, Biocon Sdn. Bhd., Malaysia. ("Biocon Malaysia"), Biocon Biologics UK Ltd ("Biocon UK"), Biosimilars Newco Limited and Biosimilars collaboration Ireland Limited. Further the loan is also secured by corporate guarantee by the Company, Biocon Malaysia, Biocon UK and Biosimilars Collaboration Ireland Limited. The Group has pre-paid USD 950 million (March 31, 2024: USD 250 million)

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

during the year. The carrying value of the loan as at March 31, 2025 amounts to Nil (March 31, 2024: 77,699), net-off unamortised debt issuance cost of Nil (March 31, 2024: 1,474). During the year ended March 31, 2025, the Group has pre-closed the entire amount outstanding.

- (e) During the year ended March 31, 2022, Biocon UK had obtained a term loan facility of USD 75 million from The Hongkong and Shanghai Banking Corporation Limited for a tenure of 5 years and carried an interest rate of 1 month SOFR + 1.11% p.a. and are secured by first pari-passu charge on the present and future Plant and Machineries of Biocon Malaysia. Carrying value of the term loan as at March 31, 2025 is Nil (March 31, 2024: 5,438). During the year ended March 31, 2025, the Group has pre-closed the entire amount outstanding.
- (f) During the year ended March 31, 2022, Biocon UK had obtained a term loan facility of USD 25 million from The HDFC Bank Limited for a tenure of 5 years. The term loan is repayable in 5 annual instalments starting from the end of year 1 and carries an interest rate of 3 months SOFR + 1.26% p.a. Carrying value of the term loan as at March 31, 2025 is Nil (March 31, 2024: 1,708). During the year ended March 31, 2025, the Group has pre-closed the entire amount outstanding.
- (g) As at March 31, 2023, Biocon Malaysia has outstanding 3,067,506 (March 31, 2024: 3,067,506) non-cumulative redeemable convertible preference shares ("NCRCPs") which were issued at issue price and par value of RM 10 each. These NCRCPs are issued to Biocon SA, a fellow subsidiary. The NCRCPs rank pari passu with one another without any preference or priority among themselves. Each NCRCP shall confer to the holder thereof a right to receive a non-cumulative coupon of 2.5% per annum, subject to the availability of the post taxation profits for distribution. The NCRCPs shall be redeemable at par value, in full or in part, and in any number of tranches at the option of the NCRCPs shareholder at any time after ten years from the date of issue of the NCRCPs. The NCRCPs shall be convertible at par value to ordinary shares of Biocon Malaysia of RM 10 each at any time at the option of the NCRCPs holder. NCRCPs been accounted as a compound financial instrument in line with Ind AS, given that it has both financial liability and equity feature. Accordingly, it has been bifurcated into financial liability and equity.

The NCRCPs shall have no voting right or right to move or second any resolutions at any general meetings of the Biocon Malaysia, except:

- (a) upon any resolution which varies or is deemed to vary the right and privileges attached to the NCRPs; and
- (b) upon any resolution for the winding up of the Biocon Malaysia.
- (h) During the year ended March 31, 2021, the Company had entered into an agreement with Goldman Sachs India AIF Scheme-1 ('Investor') whereby the Investor had infused Rs. 11,250 against issuance of OCD. The debentures are issued for a tenor of 61 months, maturing on January 2026, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. OCD bears a coupon rate of 5% per annum payable on compounded and cumulative basis only on redemption.

The debentures have been accounted as a compound financial instrument in line with Ind AS, given that it has both financial liability and equity feature. Accordingly, the consideration received was bifurcated into financial liability and equity. The financial liability is subsequently recorded at amortised cost.

- (i) During the year ended March 31, 2024, the Group has entered into debenture subscription agreement with Biocon Limited for issuance of 1,78,10,073 Optionally Convertible Debentures ("BL OCD") private placement basis at an issue price of Rs. 280.74 amounts to Rs. 5,000. The BL OCD are issued for a tenor of 47 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. BL OCD bears a coupon rate of 12% per annum plus agreed variable coupon payable on compounded and cumulative basis only on redemption. The variable coupon is linked to the equity share price of the Company. The BL OCD are convertible upon occurrence of conversion event. The debentures was accounted as a debt financial instrument in line with Ind AS, given that it has financial liability feature. Accordingly, the consideration received was recorded as financial liability. As at March 31, 2025, the interest accrued amounts to Rs. 1,596 (March 31, 2024 Rs. 701) and has been recorded under "Finance cost".
- (j) During the year ended March 31, 2024, the Group has issued 1,06,86,044 compulsory convertible debentures ("CCD") to ESOF III Investment Fund and Edelweiss Alternative Asset Advisors Limited, on private placement basis at an issue price of Rs. 280.74 amounts to Rs. 3,000. The CCD's are issued for a tenor of 36 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. CCD bears a coupon rate of 12% per annum plus agreed variable coupon payable on compounded and cumulative basis only on redemption. The variable coupon is linked to the equity share price of the Group. The CCD's are convertible upon occurrence of conversion event at 1:1 ratio. The debentures was accounted as a compound financial instrument in line with Ind AS, given that it has financial liability and equity feature.
- (k) During the year ended March 31, 2025, the Group has entered into debenture subscription agreement with Biocon Limited for issuance of 2,38,00,000 Optionally Convertible Debentures ("BL OCD") private placement basis at an issue price of Rs. 500 per unit amounting to Rs. 11,900. The BL OCD are issued for a tenor of 60 months, are unsecured, redeemable at par and carry a conversion option at any time during the tenor at the option of the investor. BL OCD bears a coupon rate of 12% per annum payable on compounded and cumulative basis only on redemption. The debentures was accounted as a debt financial instrument in line with Ind AS, given that it has financial liability feature. Accordingly, the consideration received was recorded as financial liability. As at March 31, 2025, the interest accrued amounts to Rs. 822 (March 31, 2024 Nil) and has been recorded under "Finance cost".

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (l) During the year ended March 31, 2025, the Group has raised funds through new syndicate facility amounting to Rs. 26,705 (USD 320 million). This facility is for a tenure of 5 years with repayment beginning after 24 months and carries interest rate of SOFR+1.75% margin per annum payable on quarterly basis. The new syndicate facility is secured by hypothecation over tangible moveable fixed assets of Biocon Biologics Limited and is also secured by corporate guarantee by Biocon Biologics Limited, Biocon Biologics UK Limited, Biocon Sdn Bhd, Biosimilars Newco Limited, Biosimilars Collaboration Ireland Limited and Biocon Biologics Global PLC. These Notes restricts the Group from repaying dues toward NCRPS, BL OCD and OCD using internal accruals. Funds raised through the new syndicate facility is utilised to refinance the existing term loans. Carrying value of the loan as at March 31, 2025 amounts to Rs. 26,972 (March 31, 2024: Nil)
- (m) During the year ended March 31, 2025, the Company had obtained an unsecured rupee term loan facility from The Federal Bank repayable in 6 quarterly instalments commencing from December 2025. Term loan carries an interest rate of 8.50% p.a. The outstanding value of loan as on March 31, 2025 is Rs. 2,950.
- (n) Term loans from the Bank provides for certain financial covenants at the Group level. As at the date of adoption of these financial statements, the Group complies with the financial covenants.
- (o) The Group's exposure to liquidity, interest rate and currency risks are disclosed in note 31.

14. Provisions

	March 31, 2025	March 31, 2024
(a) Non-current		
Provision for employee benefits		
Gratuity [refer note 30(i)]	409	385
Provision for sales return	1,394	1,287
	1,803	1,672
(b) Current		
Provision for employee benefits		
Gratuity [refer note 30(i)]	70	69
Compensated absences [refer note 30(ii)]	582	473
Provision for sales return	136	136
	788	678

(i) Movement in provisions

	For the year ended March 31, 2025		
	Gratuity	Compensated Absences	Sales return
Opening balance	454	473	1,423
Provision recognised/ (reversal) during the year	25	109	107
Closing balance	479	582	1,530
	For the year ended March 31, 2024		
	Gratuity	Compensated Absences	Sales return
Opening balance	399	284	1,514
Provision recognised/ (reversal) during the year	55	189	(91)
Closing balance	454	473	1,423

15. Other liabilities

	March 31, 2025	March 31, 2024
(a) Non-current		
Deferred revenues [refer note 19]	670	343
	670	343
(b) Current		
Deferred revenues [refer note 19]	730	490
Advances from customers [refer note 19]	9	79
Statutory taxes and dues payable	1,881	670
	2,620	1,239

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

16. Current borrowings

	March 31, 2025	March 31, 2024
From banks/ financial institutions		
Packing credit foreign currency loan [refer note (a) below]	6,510	4,884
Packing credit rupee export loan [refer note (b) below]	6,180	7,660
Cash credit [refer note (c) below]	3,033	3,141
Term Loan [refer note (d) below]	8,844	5,000
Current maturities of non-current borrowings [refer note 13]	16,329	6,063
	40,896	26,748
The above amount includes		
Secured borrowings [refer note (c) below]	854	833
Unsecured borrowings	23,713	19,852
Current maturities of non-current borrowings [refer note 13]	16,329	6,063
	40,896	26,748

- (a) The Company has obtained foreign currency short term unsecured pre-shipment credit loans from various banks that carries fixed interest rate ranging from 5.06% p.a. to 5.66% p.a. (March 31, 2024: 5.75% p.a. to 6.45% p.a.) Packing credit foreign currency loan tenure is upto 180 days from the date of draw down.
- (b) The Company has obtained rupee denominated short term unsecured pre-shipment credit loans from various banks that carries interest rate ranging from 6.9% p.a. to 7.9% p.a. (March 31, 2024: 7.24% p.a. to 8.20% p.a.) Packing credit rupee loan tenure is upto 180 days from the date of draw down.
- (c) Biocon Malaysia had availed working capital facilities, carrying an interest rate of Bank Lending Rate + 0.5% p.a. Further the loan is secured by corporate guarantee by the Company upto USD 10 million.
- (d) The Group has obtained short term unsecured loan from various banks that carries interest rate ranging from 6.07% p.a. to 7.80% p.a. The tenure of the loan is 365 days from the date of draw down.

17. Trade payables

	March 31, 2025	March 31, 2024
Trade and other payables		
- Total outstanding dues of micro and small enterprises ('MSME')	268	297
- Total outstanding dues of creditors other than micro and small enterprises *	53,633	56,509
	53,901	56,806

* includes Other payables comprising of allowances for Rebates / Incentives expected to be settled in cash

All trade payable are 'current'. The Group's exposure to currency and liquidity risks related to trade payables is disclosed in note 31.

[Also refer note 28 for details on related party transactions]

Trade payables ageing schedule:

	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro and small enterprises	-	190	71	4	2	1	268
(ii) Others	42,318	6,241	4,866	169	39	-	53,633
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-	-
As at March 31, 2025	42,318	6,431	4,937	173	41	1	53,901
(i) Micro and small enterprises	-	208	80	4	3	2	297
(ii) Others	41,190	4,931	3,575	6,813	-	-	56,509
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-	-
As at March 31, 2024	41,190	5,139	3,655	6,817	3	2	56,806

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

18. Other financial liabilities

	March 31, 2025	March 31, 2024
(a) Non-current		
Contingent consideration payable [refer note 31(D) and note (b) below]	8,970	7,426
Other payable [refer note (a) below]	5,126	-
	14,096	7,426
(b) Current		
Interest accrued but not due	2,436	145
Employee benefit payable	2,158	1,856
Derivative premium payable	3	-
Deferred consideration payable	-	27,423
Payables for capital goods	1,734	3,067
	6,331	32,491

[Also refer note 28 for details on related party transactions]

- (a) The Group had acquired the biosimilar business from Viatriis in November 2022 and under the definitive agreement the Group had an obligation to pay a deferred consideration of Rs. 28,619 (USD 335 million) to Viatriis. The Group settled Rs. 20,930 (USD 245 million) in cash and the parties also agreed to offset the closing working capital target of Rs. 2,563 (USD 30 million), against the deferred cash consideration. The Group entered into a full and final settlement agreement with Viatriis, under which, Viatriis has agreed to waive-off the remaining deferred consideration of Rs. 5,126 (USD 60 million) subject to certain conditions relating to royalty, profit shares, milestone payments in respect of a molecule, to be paid by the Group to one of its collaboration partner as and when the product is commercialized.
- (b) CCPS were fair valued using Binomial Option Pricing Model at Rs. 82,181. Each CCPS shall be convertible into equity shares at any time at the option of the holder at a conversion rate of 1:1. The Company has an obligation to issue further equity shares to Mylan Inc, subject to maximum of 61,562,420 equity shares, such that the fair value of the equity holding post conversion is atleast USD 1,000 Mn. The issue of additional shares results in contingent consideration. The CCPS on initial recognition has been bifurcated into equity component of Rs. 74,815 (fixed to fixed conversion) and contingent consideration (derivative liability) of Rs. 7,366. At March 31, 2025, the fair value of contingent consideration is Rs. 8,970 (March 31, 2024: Rs. 7,426) [Refer 12(a)(iii)(c)].

19. Revenue from operations

	Year ended March 31, 2025	Year ended March 31, 2024
Sale of products		
Finished goods	65,703	58,293
Traded goods	23,181	23,694
Sale of services		
Licensing and development fees	308	1,928
Research fees	80	362
Others	413	-
Other operating revenue		
Sale of process waste	23	34
Performance linked incentive	258	275
Sale of Brands [Refer note (a) below]	-	3,500
Others	208	156
Revenue from operations	90,174	88,242

- (a) Biocon Biologics Limited ("BBL") entered into a agreement with Eris Lifesciences for sale of its business of commercialization of (i) Branded generic immunotherapy and nephrology small molecules formulations being manufactured by third parties under manufacturing agreements and (ii) the in-licensed products in India for consideration of Rs. 3,660. The Group recorded a gain of Rs. 3,500 net of costs of the related underlying assets during the year ended March 31, 2024.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

19.1 Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

Revenues by geography

	Year ended March 31, 2025	Year ended March 31, 2024
Revenues from operations		
Europe	27,084	27,820
North America [refer note (i)]	36,548	37,102
India	3,877	9,089
JANZ [refer note (ii)]	1,757	2,042
Rest of the world	20,908	12,189
Total revenue from operations	90,174	88,242

Geographical revenue is identified based on the location of the customers.

(i) North America represents United States of America and Canada.

(ii) JANZ represents Japan, Australia and New Zealand

19.2 Changes in contract liabilities: deferred revenue and advance from customers

	Year ended March 31, 2025	Year ended March 31, 2024
Balance at the beginning of the year	912	988
Add:- Increase due to invoicing during the year	1,640	251
Less:- Amounts recognised as revenue during the year	(1,283)	(457)
Add:- Foreign currency translation	139	130
Balance at the end of the year	1,409	912
Expected revenue recognition from remaining performance obligations:		
- Within one year	739	569
- More than one year	670	343
	1,409	912

19.3 Contract balances

	Year ended March 31, 2025	Year ended March 31, 2024
Trade receivables	42,831	49,505
Contract liabilities	1,409	912

Trade receivables are non-interest bearing. Contract liabilities include deferred revenues and advance from customers.

19.4 Performance obligation:

In relation to information about Group's performance obligations in contracts with customers [refer note 2(i)].

19.5 Significant customer

One customer group individually accounted for Rs 10,971 which is more than 10% of the total revenue of the Company for the year ended March 31, 2025 (March 31, 2024: Two customer accounted for Rs 21,204).

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

19.6 Reconciliation of revenue from contracts with customers

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers as per contract price	237,844	217,972
Adjustments made to contract price on account of :-		
a) Chargebacks / Discounts / Rebates / Incentives	(147,388)	(131,962)
b) Sales returns/ reversals	(771)	(1,733)
Revenue from Contracts with customers as per consolidated statement of profit and loss	89,685	84,277

20. Other income

	Year ended March 31, 2025	Year ended March 31, 2024
Interest income under the effective interest method on financial asset carried at at amortised cost:		
Deposits with banks and financial institutions	466	133
Others	12	9
Net gain on sale of current investments	123	495
Net gain on financial assets measured at fair value through profit or loss	-	1,017
Sale of business (net) [Refer note (a) below]	10,573	-
Other non-operating income	96	110
	11,270	1,764

- (a) In March 2024, The Group had entered into a long-term commercial collaboration agreement with Eris Lifesciences for the sale of its business in relation to Metabolics, Oncology, and Critical Care products in India for a consideration of Rs. 12,420. As a part of deal the company has signed a 10-year supply agreement with Eris. The transaction came into effect on April 1, 2024. the sale value is accounted post taking into account working capital, advance for supply agreement and expenses incurred towards commercial collaboration. Consequential tax impact of Rs. 2,520 is included within tax expense for the year ended March 31, 2025.

21. Cost of raw materials and packing materials consumed

	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year	6,455	7,958
Add: Purchases	20,526	16,705
Less: Inventory at the end of the year	(8,422)	(6,455)
	18,559	18,208

22. Changes in inventories of finished goods, traded goods and work-in-progress

	Year ended March 31, 2025	Year ended March 31, 2024
Inventory at the beginning of the year		
Traded goods	14,112	11,971
Finished goods	7,458	9,424
Work-in-progress	9,067	2,254
	30,637	23,649
Inventory at the end of the year		
Traded goods	8,843	14,112
Finished goods	5,422	7,458
Work-in-progress	10,646	9,067
	24,911	30,637
	5,726	(6,988)

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

23. Employee benefits expense

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus *	13,614	10,859
Contribution to provident and other funds	582	475
Gratuity [refer note 30(ii)]	87	79
Employee stock compensation expense [refer note 38]	589	817
Staff welfare expenses	747	472
	15,619	12,702

*includes expense towards compensated absence [refer note 30 (ii)]

24. Finance cost

	Year ended March 31, 2025	Year ended March 31, 2024
Interest expenses on financial liabilities [refer note (a) below]	8,068	8,435
Interest expenses on lease liabilities [refer note 27]	181	202
	8,249	8,637

(a) Interest expense on financial liabilities is net of borrowing cost capitalisation amounting to Rs. 4,521 (March 31, 2024 - Rs. 4,027).

25. Depreciation and amortisation expense

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation of property, plant and equipment [refer note 3(a)]	4,047	3,778
Depreciation of right-of-use assets [refer note 3(b)]	512	446
Amortisation of other intangible assets [refer note 4]	6,590	6,078
	11,149	10,302

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

26. Other expenses

	Year ended March 31, 2025	Year ended March 31, 2024
Royalty and technical fees	5	31
Rent [refer note 37]	218	122
Communication expenses	77	61
Travelling and conveyance	830	708
Professional charges [refer note a below]	3,657	3,948
Transition Support Agreement ('TSA') expense	536	8,804
Directors' fees including commission	115	91
Power and fuel	2,750	2,727
Insurance	321	225
Rates, taxes and fees, net of refunds of taxes	838	193
Lab consumables	1,366	1,451
Foreign exchange loss, net	640	20
Repairs and maintenance		
Plant and machinery	2,966	2,295
Buildings	296	233
Others	823	856
Selling expenses		
Freight outwards, distribution and clearing charges	2,392	779
Sales promotion expenses	2,360	1,072
Commission and brokerage (other than sole selling agents)	169	139
Allowance for credit loss and bad debts	250	-
Net loss on financial assets/liabilities designated at fair value through profit or loss	796	-
Printing and stationery	93	69
Research and development expenses	4,325	4,801
Corporate social responsibility (CSR) expenses	1	-
Miscellaneous expenses	521	273
	26,345	28,898
Less: Expenses capitalized to intangible assets	-	(74)
	26,345	28,824

[Also refer note 28 for details on related party transactions]

(a) Payment to auditors:

As auditor:

Statutory audit fee	35	53
Tax audit fee	1	1
In other capacity:		
Other services (certification fees)	22	1
Reimbursement of out-of-pocket expenses	3	3
	61	58

(b) Amounts are not presented since the amounts are rounded off to Rupees million.

	Year ended March 31, 2025	Year ended March 31, 2024
Research and development expenses	4,325	4,801
Lab consumables	1,366	1,451
Employee benefits expense	1,385	1,439
Other research and development expenses included in other heads	190	2,230
	7,266	9,921
Less: Recovery of product development costs from co-development partners (net)	(1,345)	(737)
Less: Expenses capitalized to intangible assets	-	(74)
	5,921	9,110

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

27. Leases

The Group has entered into lease agreements for use of land, buildings and plant & machinery which expires over a period ranging up to the financial year 2032-33. Gross payment for the year aggregate to Rs. 738 (March 31, 2024: Rs. 627).

The followings is the movement in the lease liabilities:

	Amount
Balance as at April 1, 2023	1,793
Additions during the year	639
Finance cost accrued during the year	202
Payment of lease liabilities	(627)
Balance as at March 31, 2024	2,007
Additions during the year	343
Disposals during the year	(94)
Finance cost accrued during the year	181
Payment of lease liabilities	(738)
Balance as at March 31, 2025	1,699

The following is the breakup of current and non-current lease liabilities:

Particulars	March 31, 2025	March 31, 2024
Current lease liabilities	502	605
Non-current lease liabilities	1,197	1,402
	1,699	2,007

The table below provides details regarding the contractual maturities of lease liabilities, on an undiscounted basis:

	March 31, 2025	March 31, 2024
Less than one year	562	678
One to five years	1,443	1,736
More than five years	52	115
Total	2,057	2,529

The following are the amounts recognised in Statement of profit or loss for the year

	March 31, 2025	March 31, 2024
Depreciation expense of right of use-assets	512	446
Interest expenses on lease liabilities	181	202
Payment for leases for short term and low value asset [refer note (i) below]	218	122
Total	911	770

- (i) The Group applies the short-term lease recognition exemption to its short-term leases of certain premises taken on lease (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

28. Related party disclosures:

The following table provides the value of transactions that have been entered into with related parties for the relevant financial year:

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2025 (Payable)/ Receivable	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2024 (Payable)/ Receivable
1	Biocon Limited	Holding Company	Expenses incurred by related party on behalf of the Group	274	-	49	-
			Expenses incurred on behalf of the related party	(27)	-	(16)	-
			Professional charges	373	-	324	-
			Research fees	(107)	-	(28)	-
			Cross charges towards facility and other expenses	-	-	(54)	-
			Payment for leases	294	-	269	-
			Power and fuel	1,542	-	1,539	-
			Staff welfare expenses	103	-	62	-
			Royalty expense	26	-	16	-
			Share based payments to employees	54	-	78	-
			Purchase of goods	70	-	122	-
			Reimbursement towards Performance Linked Incentive (PLI)	(250)	-	(168)	-
			Optionally Convertible Debentures	(11,900)	(19,318)	(5,000)	(5,701)
			Trade payables	-	(1,158)	-	(1,304)
			Interest on Optionally Convertible Debentures [refer note 13(i) & (k)]	1,717	-	701	-
2	Syngene International Limited	Fellow subsidiary	Research and development expenses	-	-	6	-
			Expenses incurred by related party on behalf of the Group	122	-	8	-
			Expenses incurred on behalf of the related party	(88)	-	(61)	-
			Purchase of goods	25	-	-	-
			Power and Utility Charges	86	-	90	-
			Payment for leases	320	-	303	-
			Cross charges towards facility and other expenses	-	-	(6)	-
			Staff welfare expenses	-	-	4	-
			Trade payables	-	(95)	-	(79)
			Research fees	(7)	-	(64)	-
			Cross charges towards facility and other expenses	49	-	(94)	-
			Trade receivables	-	48	-	128
3	Bicara Therapeutics Inc.	Fellow associate	Expenses incurred by related party on behalf of the Group	0	-	-	-
			Sale of Goods	(22)	22	-	-
4	Biocon FZ LLC	Fellow subsidiary	Interest on preference shares	31	-	30	-
5	Biocon SA	Fellow subsidiary	Research Service	(175)	-	(12)	-
6	Biocon Pharma Limited	Fellow subsidiary	Cross charges towards facility and other expenses	(413)	-	(12)	-

Notes to the Consolidated financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Sl. No.	Name of the related party	Relationship	Description of transaction	April 1, 2024 to March 31, 2025 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2025 (Payable)/ Receivable"	April 1, 2023 to March 31, 2024 (Income)/ Expenses/ Other transactions)	Balance as at March 31, 2024 (Payable)/ Receivable
			Expenses incurred on behalf of the related party	(77)	-	(3)	-
			Expenses incurred by related party on behalf of the Company	12	-	-	-
			Sale of goods/other product	-	-	(1)	-
			Trade receivables	-	857	-	216
7	Biocon Foundation	Fellow subsidiary	Contribution towards CSR expenses	83	-	74	-
			Advance receivables	-	-	-	27
8	Biocon Biosphere Limited	Fellow subsidiary	Expenses incurred on behalf of the related party	(14)	-	(1)	-
			Trade receivables	-	14	-	1
9	Jeeves	Enterprise in which relative to a director of the Company is proprietor	Miscellaneous expenses	33	-	39	-
			Trade receivables	-	(0)	-	5
10	Narayana Hrudayalaya Limited	Enterprise in which a director of the Company is a member of board of directors	Sale of goods	0	-	(44)	-
			Trade receivables	-	1	-	7
11	Biocon Academy	Fellow Subsidiaries	Expenses incurred on behalf of the related party	(16)	-	(13)	-
			Contribution towards CSR expenses	54	-	47	-
			Advance to suppliers	-	-	-	70
			Trade receivables	-	13	-	-
12	"Viatrix Group (w.e.f November 29, 2022)"	Enterprise whose director has significant influence in the Group	Expense cross charge in relation to Transition Support Agreement ("TSA")	536	-	10,924	-
			Deferred consideration payable (refer note 18)	-	-	-	(27,423)
			Contingent consideration payable (refer note 18)	-	(8,970)	-	(7,426)
			Contingent consideration receivable (refer note 5)	-	-	-	750
13	Refer note (d) below	Key management personnel	Salary and perquisites [refer note (c) (d) and (e) below]	232	(9)	211	(54)
			Sitting fees and remuneration	115	-	84	1

(a) The related party disclosed above are as per Ind AS 24 on "Related Party Disclosures" and Companies Act, 2013.

(b) All transactions with these related parties are priced on an arm's length basis and none of the balances are secured.



Notes to the Consolidated financial statements

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(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

(c) Key managerial personnel include:

(i)	Kiran Mazumdar Shaw	Executive Chairperson
(ii)	Arun Chandavarkar	Non-Independent Non-Executive Director
(iii)	Shreehas P Tambe	Managing Director & Chief Executive Officer
(iv)	M.B. Chinappa	Chief Financial Officer (till October 30, 2023)
(v)	Kedar Upadhye	Chief Financial Officer (w.e.f October 31, 2023)
(vi)	Akhilesh Kumar Nand	Company Secretary (w.e.f August 06, 2024)
(vii)	Deepika Srivastava	Company Secretary (till July 31, 2024)
(viii)	Peter Piot	Independent director
(ix)	Bobby Kanubhai Parikh	Independent director
(x)	Nivruti Rai	Independent director
(xi)	Russell Walls	Independent director (till June 7, 2024)
(xii)	Daniel M Bradbury	Independent director
(xiii)	Thomas Jason Roberts	Non-Independent Non-Executive Director
(xiv)	Rajiv Malik	Non-Independent Non-Executive Director and Nominee Director of Viatrix Inc
(xv)	Nicholas Robert Haggard	Non-Executive Independent Director (till January 28, 2025)

(d) The remuneration to key management personnel doesn't include the provisions made for gratuity and compensated absences, as they are obtained on an actuarial basis for the Group as a whole.

(e) Share based compensation expense allocable to key management personnel is Rs 203 (March 31, 2024: Rs 179), which is not included in the remuneration disclosed above.

(f) Fellow subsidiary companies with whom the Group did not have any transactions:

Name	Relation	Name	Relation
(i) Syngene USA Inc	Wholly-owned subsidiary of Syngene International Limited	Biocon Pharma Ireland Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(ii) Syngene Manufacturing Solutions Limited	Wholly-owned subsidiary of Syngene International Limited	Biocon Pharma Inc	Wholly-owned subsidiary of Biocon Pharma Limited
(iii) Syngene Scientific Solutions Limited	Wholly-owned subsidiary of Syngene International Limited	Biocon Pharma Malta I Limited	Wholly-owned subsidiary of Biocon Pharma Limited
(iv) Biocon Pharma Malta Limited	Wholly-owned subsidiary of Biocon Pharma Limited	Biocon FZ LLC	Wholly-owned subsidiary of Biocon Limited
(v) Biocon Pharma UK Limited,	Wholly-owned subsidiary of Biocon Pharma Limited	Biocon SA	Wholly-owned subsidiary of Biocon Limited
		Biocon Generics Inc.	Wholly-owned subsidiary of Biocon Limited

(g) Amounts are not presented since the amounts are rounded off to Rupees million.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

29. Tax expense

	March 31, 2025	March 31, 2024
(a) Amount recognised in Statement of profit and loss		
Current tax	2,046	1,733
Deferred tax (credit) / expense related to:		
MAT credit entitlement	304	(750)
Origination and reversal of temporary differences	436	(42)
Tax expense for the year	2,786	941
(b) Reconciliation of effective tax rate		
Profit before tax	11,682	3,123
Tax at statutory income tax rate 34.944% (March 31, 2024: 34.944%)	4,082	1,091
Tax effects of amounts which are not deductible/(taxable) in calculating taxable income:		
Difference in overseas applicable tax rates	372	504
Exempt income and other deductions	(1,436)	(1,156)
Tax losses on which no deferred tax was recognised	463	315
Non-deductible expense	479	(261)
Tax for earlier years	(49)	(91)
Impact of change in enacted tax rate during the year - deferred tax	-	510
Others [refer note (i) below]	(1,125)	29
Income tax expense	2,786	941

(i) Amounts for year ended March 31, 2025 includes tax impact on sale on business discussed in note 20 (a).

(c) Recognised deferred tax assets and liabilities

The following is the movement of deferred tax assets/liabilities presented in the balance sheet

For the year ended March 31, 2025	Opening balance	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Closing balance
Deferred tax liabilities					
Property, plant and equipment	1,302	515	-	1	1,818
Other intangible assets	4,234	(393)	-	100	3,941
Goodwill	2,630	2,012	-	73	4,715
Deferred consideration	215	(220)	-	5	-
Derivative assets	270	-	(270)	-	-
Gross deferred tax liabilities	8,651	1,914	(270)	179	10,474
Deferred tax assets					
Provision for employee benefits	294	248	15	7	564
Allowance for doubtful debts	9	16	-	-	25
MAT credit entitlement	1,631	(304)	-	-	1,327
Unutilised tax credits [refer note (i)]	4,201	1,836	-	45	6,082
Derivative liabilities	1	(3)	74	-	72
Deferred revenue	63	(20)	-	-	43
Lease liabilities	90	(2)	-	2	89
Provision for Inventory	636	(653)	-	18	1
Expenses allowed on payment basis	84	89	-	-	173
Others	260	(34)	-	22	247
Gross deferred tax assets	7,269	1,173	89	93	8,623
Deferred tax assets / (liabilities) (net)	(1,382)	(740)	359	(86)	(1,851)

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

For the year ended March 31, 2024	Opening balance	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Closing balance
Deferred tax liabilities					
Property, plant and equipment	1,406	(158)	-	54	1,302
Other intangible assets	3,546	688			4,234
Goodwill	654	1,969	-	7	2,630
Deferred consideration	385	(164)	-	(6)	215
Derivative assets	94	-	172	4	270
Gross deferred tax liabilities	6,085	2,335	172	59	8,651
Deferred tax assets					
Provision for employee benefits	182	100	12	-	294
Allowance for doubtful debts	9	-	-	-	9
MAT credit entitlement	881	750	-	-	1,631
Unutilised tax credits [refer note (i)]	2,403	1,798	-	-	4,201
Derivative liabilities	51	-	(50)	-	1
Deferred revenue	76	(13)	-	-	63
Lease liabilities	103	(13)	-	-	90
Provision for Inventory	-	636	-	-	636
Expenses allowed on payment basis	107	(23)	-	-	84
Others	367	(108)	-	1	260
Gross deferred tax assets	4,179	3,127	(38)	1	7,269
Deferred tax assets (net)	(1,906)	792	(210)	(58)	(1,382)

- (i) The Group has unutilised tax losses primarily in UK and India geography. The Group recognizes deferred tax assets to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and tax losses can be utilized. Recognition of deferred tax assets in respect of tax losses is also based on the expectation of sufficient future taxable profits.

Significant judgement is required in assessing the amount of deferred tax assets that can be recognized, particularly with regard to the timing and level of future taxable income and the feasibility of future tax planning strategies. To evaluate the realizability of these assets, the Group forecasts future taxable profits and assesses whether it is probable that these will be sufficient to absorb the deductible temporary differences and tax losses carried forward.

In estimating future taxable profits, the Group has taken into account the expected commercialization and launch timelines of key pipeline molecules, including, which are projected to drive future income. Based on these projections, the Group expects to start utilizing tax losses in UK geography financial year 2028-29 and expects to fully utilize the deferred tax assets related to brought-forward losses by financial Year 2032-33. Further, in India geography the Group has started utilising the carry forward loss starting from financial year 2024-25.

Furthermore, a sensitivity analysis was conducted assuming a 10% decrease in projected revenue. The analysis indicated no material impact on the conclusion regarding the recoverability of deferred tax assets.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

30. Employee benefit plans

- (i) The Group has a defined benefit gratuity plan as per the Payment of Gratuity Act, 1972. Under this legislation, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the employee's length of service and salary at retirement/termination age and does not have any maximum monetary limit for payments. The gratuity plan is unfunded.

The following table sets out the status of the gratuity plan and the amounts recognised in the consolidated financial statements as at balance sheet date:

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the year	454	399
Current service cost	54	49
Interest expense/(income)	33	30
Amount recognised in Statement of profit and loss	87	79
Remeasurements:		
Actuarial (gain)/loss arising from:		
Financial assumptions	15	3
Experience adjustment	29	32
Amount recognised in other comprehensive income	44	35
Liabilities transfer out	(42)	(8)
Benefits paid	(64)	(51)
Balance at the end of the year	479	454
Non-current	409	385
Current	70	69
	479	454

a) The assumptions used for gratuity valuation are as below:

	March 31, 2025	March 31, 2024
Discount rate	6.6%	7.2%
Expected return on plan assets	NA	NA
Salary increase	9.0%	9.0%
Attrition rate	14% - 30%	14% - 30%
Retirement age - Years	58	58

Assumptions regarding future mortality experience are set in accordance with published statistics and mortality tables.

The weighted average duration of the defined benefit obligation was 6 years (March 31, 2024 - 6 years).

The defined benefit plan exposes the Group to actuarial risks, such as longevity and interest rate risk.

(b) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions are as below:

Particulars	March 31, 2025		March 31, 2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% change)	(23)	26	(21)	24
Salary increase (1% change)	25	(23)	23	(21)
Attrition rate (1% change)	(5)	5	(4)	4

Sensitivity of significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumption shown.

Notes to the Consolidated financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Particulars	March 31, 2025	March 31, 2024
1st following year	70	69
2nd following year	55	53
3rd following year	51	62
4th following year	54	45
5th following year	52	48
Years 6 to 10	435	427

- (ii) The Group provides for compensated absences to its employees. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service years. During the year ended March 31 2025, the Group has incurred an expense on compensated absences amounting to Rs. 114 (March 31, 2024: Rs. 131). The Group determines the expense for compensated absences basis the actuarial valuation of the present value of the obligation, using the Projected Unit Credit Method.

31. Financial instruments: Fair value and risk managements

A. Accounting Classification and Fair Values

March 31, 2025	Carrying amount			Fair value				
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments	1,118	-	-	1,118	1,118	-	-	1,118
Trade receivables	-	-	42,831	42,831	-	-	-	-
Cash and cash equivalents	-	-	21,823	21,823	-	-	-	-
Other bank balance	-	-	4,613	4,613	-	-	-	-
Derivative assets	-	295	-	295	-	295	-	295
Other financial assets	-	-	1,086	1,086	-	-	-	-
	1,118	295	70,353	71,766	1,118	295	-	1,413
Financial liabilities								
Lease liabilities	-	-	1,699	1,699	-	-	-	-
Derivative liability	981	585	-	1,566	-	610	956	1,566
							Refer note(b)	
Borrowings	8,650	-	151,294	159,944	-	-	8,650	8,650
							Refer note(a)	
Trade payables	-	-	53,901	53,901	-	-	-	-
Other financial liabilities	8,970	-	11,457	20,427	-	-	8,970	8,970
	18,601	585	218,351	237,537	-	610	18,576	19,186

March 31, 2024	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Investments	109	-	-	109	109	-	-	109
Trade receivables	-	-	49,505	49,505	-	-	-	-
Cash and cash equivalents	-	-	8,534	8,534	-	-	-	-
Other bank balance	-	-	553	553	-	-	-	-
Derivative assets	-	955	-	955	-	955	-	955
Other financial assets	750	-	719	1,469	-	-	750	750
	859	955	59,311	61,125	109	955	750	1,814
Financial liabilities								
Lease Liability	-	-	2,007	2,007	-	-	-	-
Derivative liability	1,162	3	-	1,165	-	3	1,162	1,165
							Refer note(b)	
Borrowings	7,755	-	131,165	138,920	-	-	7,755	7,755
							Refer note(a)	
Trade payables	-	-	56,806	56,806	-	-	-	-
Other financial liabilities	7,426	-	32,491	39,917	-	-	7,426	7,426
	16,343	3	222,469	238,815	-	3	16,343	16,346

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- (a) Non Convertible Redeemable Preference shares of Rs. 2,054 (March 31, 2024 Rs. 2,054) are convertible / redeemable, at its face value, any time during the tenure of the instrument at the option of the holder. Owing to this feature, the instrument has been recorded at its fair value which is equivalent to the face value. BL OCD of Rs. 6,596 (March 31, 2024 Rs. 5,701) are convertible / redeemable. BL OCD's are valued using valuation techniques in consultation with market expert. Refer note 13(i)."
- (b) CCD is recorded at fair value [refer note 13(j)]. Fair value of derivative embedded in CCD at inception amounts to Rs. 1,039 [refer note 31 (d)] and was recorded in Other equity. The fair value of derivative liability as at March 31, 2025 amounts to Rs. 956 (March 31, 2024 Rs. 1,162). Derivatives are valued using valuation techniques in consultation with market expert.
- (c) Refer note 18 for details.

The fair value of trade receivables, trade payables and other Current financial assets and liabilities is considered to be equal to the carrying amounts of these items due to their short – term nature.

B. Measurement of fair values

Fair value of liquid investments are based on quoted price. Derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market price.

Sensitivity analysis

For the fair values of forward contracts and options contracts of foreign currencies and interest rate swaps, reasonably possible changes at the reporting date to one of the significant observable inputs, holding other inputs constant, would have the following effects.

Significant observable inputs	March 31, 2025		March 31, 2024	
	Impact on other components of equity	Impact on other components of equity	Impact on other components of equity	Impact on other components of equity
	Increase	Decrease	Increase	Decrease
Spot rate of the foreign currency (1% movement)	(287)	259	(4)	(18)
Interest rates (100 bps movement)	273	(273)	743	(743)

C. Significant Unobservable inputs used in Level 3 Fair Values

As at March 31, 2025	Valuation Techniques	Significant unobservable inputs	Sensitivity of input to fair value measurement
a) Contingent consideration payable	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 223 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 269 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 356 gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 343 loss in Statement of Profit and loss.
b) Non-Convertible Redeemable Preference Shares ("NCRPS") [refer note 12(a)(ii)(b)]	Equivalent to Face value	Not Applicable	A 1% increase in discount rate would have led to approximately Rs. 231 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 233 loss in Statement of Profit and loss.
c) Optionally Convertible Debentures ("BL OCD")	Binomial Option Pricing Model - using risk premium discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 70 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 70 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately 39 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 77 gain in Statement of Profit and loss.
d) Derivative liability towards Compulsary Convertible Debentures ("CCD")	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 39 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 40 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 77 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 81 gain in Statement of Profit and loss.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

As at March 31, 2024	Valuation Techniques	Significant unobservable inputs	Sensitivity of input to fair value measurement
a) Contingent consideration receivable	Binomial Option Pricing Model - using risk free discount rate and growth rate.	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 17 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 17 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 46 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 52 gain in Statement of Profit and loss.
b) Contingent consideration payable	Binomial Option Pricing Model - using risk premium discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 231 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 233 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 114 gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 76 loss in Statement of Profit and loss.
c) Non-Convertible Redeemable Preference Shares ("NCRPS") [refer note 12(a)(ii)(b)]	Equivalent to Face value	Not Applicable	Not Applicable
d) Optionally Convertible Debentures ("BL OCD")	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 96 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 98 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Nil gain in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 3 loss in Statement of Profit and loss.
e) Derivative liability towards Compulsary Convertible Debentures ("CCD")	Binomial Option Pricing Model - using risk free discount rate and growth rate. The fair value is equal to the present value of the probability - weighted future payoffs	a) Discount rate b) Volatility rate	A 1% increase in discount rate would have led to approximately Rs. 56 gain in Statement of Profit and loss. A 1% decrease would have led to approximately Rs. 58 loss in Statement of Profit and loss. A 5% increase in volatility rate would have led to approximately Rs. 94 loss in Statement of Profit and loss. A 5% decrease would have led to approximately Rs. 86 gain in Statement of Profit and loss.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

D. Reconciliation of Level 3 fair values

	Contingent consideration receivable	Contingent consideration payable	NCRPS	BL OCD	Derivative Liability on CCD
At April 01, 2023	8,993	6,583	2,054	-	-
- Fair value of derivative embedded in CCD at inception [refer note 13(j)]	-	-	-	-	1,039
- Net change in fair value loss (unrealised)	-	843	-	-	123
- Net change in fair value gain (unrealised)	1,895	-	-	-	-
- Proceeds from issue of BL OCD [refer note 13(i)]	-	-	-	5,000	-
- Net change in fair value loss (unrealised) recognised in Finance cost [refer note 13(i)]	-	-	-	701	-
Derecognised on account of receipt of Working capital Claw back [refer note 39(b)]	(10,219)	-	-	-	-
Foreign currency translation adjustment	81	-	-	-	-
At March 31, 2024	750	7,426	2,054	5,701	1,162
- Net change in fair value loss/(gain) (unrealised)	-	1,544	-	-	(206)
- Net change in fair value gain (realised)	632	-	-	-	-
- Net change in fair value loss (unrealised) recognised in Finance cost [refer note 13(i)]	-	-	-	895	-
Derecognised on account of settlement of Working capital Claw back [refer note 40(b)]	(1,382)	-	-	-	-
At March 31, 2025	-	8,970	2,054	6,596	956

E. Financial risk management

The Group has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

(i) Risk management framework

The Group's risk management is carried out by the treasury department under policies approved by the Board of Directors. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative and non-derivative financial instruments and investment of excess liquidity (refer note 13).

(ii) Credit risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on customers requiring credit over a certain amount. As at the end of the reporting period, there were no significant concentrations of credit risk and the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the balance sheet. The Group uses ageing analysis to monitor the credit quality of its receivables.

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables, unbilled revenue and other receivables. The exposure to credit risk as at reporting date amounts to Rs 276 (March 31, 2024: Rs 297).

Allowance for impairment	March 31, 2025	March 31, 2024
Opening balance	297	27
Impairment loss recognised*	250	270
Settled during the year	(271)	-
Closing balance	276	297

* included as part of TSA expense under the head other expenses for the year ended March 31, 2024.

Notes to the Consolidated financial statements

for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Refer to Note 10 for details of ageing of trade receivables and allowance for credit losses. Other than trade receivables the Company has no significant class of financial assets that is past due but not impaired.

Trade receivables including unbilled revenue from two individual customer is Rs. 11,428 (March 31, 2024 - one individual customer is Rs. 9,565) which is individually more than 10 percent of the Group's trade receivables including unbilled revenue.

Credit risk on cash and cash equivalents is limited as the Group generally transacts with Banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units.

(iii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation (refer note 13).

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2025:

Particulars	Less than 1 year	1 - 2 years	2-5 years	>5 years	Total
Borrowings	40,896	4,404	113,744	900	159,944
Lease liabilities	562	142	1,301	52	2,057
Trade payables	53,901	-	-	-	53,901
Derivative liabilities	394	213	959	-	1,566
Other financial liabilities	6,331	14,096	-	-	20,427
Total	102,084	18,855	116,004	952	237,895

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2024:

Particulars	Less than 1 year	1 - 2 years	2-5 years	>5 years	Total
Borrowings	26,748	26,063	85,314	795	138,920
Lease liabilities	678	559	1,177	115	2,529
Trade payables	56,806	-	-	-	56,806
Derivative liabilities	2	1	1,162	-	1,165
Other financial liabilities	32,491	-	7,426	-	39,917
Total	116,725	26,623	95,080	910	239,337

(iv) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, such as foreign exchange rates, interest rates and equity prices.

Foreign currency risk

The Group operates internationally and a major portion of the business is transacted in several currencies and consequently, the Group is exposed to foreign exchange risk through operating and borrowing activities in foreign currency. The Group holds derivative instruments such as cash flow hedge contracts, foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates and foreign currency exposure.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

The currency profile of financial assets and financial liabilities as at March 31, 2025 and March 31, 2024 are expressed in Indian Rupees Million as below:

March 31, 2025	USD	EUR	Others
Financial assets			
Investments	15	-	-
Trade receivables	30,402	6,468	2,753
Cash and cash equivalents	17,820	2,508	831
Other bank balance	20	-	-
Derivative assets	295	-	-
Other financial assets	976	56	10
Financial liabilities			
Non-current borrowings	(94,826)	-	-
Current borrowings	(29,466)	-	-
Derivative liabilities	(610)	-	-
Trade payables	(29,370)	(13,725)	(7,225)
Lease liabilities	(303)	(104)	(50)
Other financial liabilities	(18,511)	(256)	(14)
Net assets / (liabilities)	(123,558)	(5,053)	(3,695)
March 31, 2024	USD	EUR	Others
Financial assets			
Investments	109	-	-
Trade receivables	38,328	7,651	2,015
Cash and cash equivalents	6,603	833	492
Other bank balance	21	-	-
Derivative assets	955	-	-
Other financial assets	1,200	-	-
Financial liabilities			
Non-current borrowings	(102,517)	-	-
Current borrowings	(12,338)	-	-
Derivative liabilities	(3)	-	-
Trade payables	(37,388)	(5,668)	(9,189)
Lease liabilities	(249)	-	(77)
Other financial liabilities	(36,364)	(488)	(639)
Net liabilities	(141,643)	2,328	(7,399)

Sensitivity analysis

The sensitivity of profit or loss to changes in exchange rates arises mainly from foreign currency denominated financial instruments and the impact on other components of equity arises from foreign exchange forward/option contracts designated as cash flow hedges.

Particulars	Impact on profit or (loss)		Impact on other components of equity	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
USD Sensitivity				
INR/USD - Increase by 1%	(1,236)	(1,416)	(1,523)	(1,421)
INR/USD - Decrease by 1%	1,236	1,416	1,523	1,421
EUR Sensitivity				
INR/EUR - Increase by 1%	(51)	23	(51)	23
INR/EUR - Decrease by 1%	51	(23)	51	(23)

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Derivative financial instruments

The following table gives details in respect of outstanding foreign exchange forward and option contracts:

Particulars	March 31, 2025	March 31, 2024
	(in USD Million)	
Foreign exchange forward contracts to buy between 0-2 Years	-	USD 115
Foreign exchange forward contracts to sell between 0-2 Years	USD 116	USD 74
European style option contracts with periodical maturity dates between 0-2 Years	USD 11	USD 17
European style range forward contracts with periodical maturity dates between 0-2 Years	USD 113	USD 108
Interest rate swaps used for hedging SOFR component in external commercial borrowings and term loan	USD 360	USD 435
Foreign exchange forward contracts to buy between 0-2 Years -JPY	USD 56	-
Foreign exchange forward contracts to sell between 0-2 Years	EUR 128	-
European style range forward contracts with periodical maturity dates between 0-2 Years	EUR 112	-

Cash flow and fair value interest rate risk

The Group's main interest rate risk arises from non-current borrowings with variable rates, which expose the Group to cash flow interest rate risk. During the year ended March 31, 2025 and March 31, 2024 the Group's borrowings at variable rate were denominated in INR and USD.

(a) Interest rate risk exposure

The exposure of the Group's borrowing to interest rate changes at the end of the reporting year are as follows:

Particulars	March 31, 2025	March 31, 2024
Variable rate borrowings	58,285	114,881
Fixed rate borrowings	101,659	24,039
Total borrowings	159,944	138,920

(b) Sensitivity

The Group policy is to maintain a optimum balance between fixed and variable rate borrowings using interest rate swaps to achieve this when necessary. The Group is therefore subject to interest rate risk as defined under Ind AS 107.

A reasonably possible change of 100 basis points in interest rates for variable rate borrowings at the reporting date would have increased (decreased) equity and profit or loss by Rs. 583 (March 31, 2024 : Rs. 1,149)

Net Investment hedges

A foreign currency exposure arises from the Group's net investment in its UK subsidiary that has a USD functional currency. The risk arises from the fluctuation in spot exchange rates between the USD and the INR, which causes the amount of the net investment to vary.

The hedged risk in the net investment hedge is the risk of a weakening USD against the INR that will result in a reduction in the carrying amount of the Group's net investment in the UK subsidiary.

During the previous year, the Group designated a USD denominated loan as a hedging instrument to hedge its net investment in foreign operation of the UK subsidiary, which mitigates the foreign currency risk arising from the subsidiary's net assets. During the current year the USD denominated loan was repaid [refer note 13(b)].

To assess hedge effectiveness, the Group determines the economic relationship between the hedging instrument and the hedged item by comparing changes in the carrying amount of the debt that is attributable to a change in the spot rate with changes in the investment in the foreign operation due to movements in the spot rate (the offset method). The Group's policy is to hedge the net investment only to the extent of the debt principal."

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Particulars	March 31, 2024					
	Nominal Amount	Assets	Liabilities	Balance sheet item where the hedging instrument is included	Change in value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or loss
Hedging Instrument						
Foreign exchange denominated debt (USD)	6,251	-	(6,251)	Borrowings	(87)	-
Hedged item						
USD net investment	6,251	6,251	-	Net investment	87	-

32. Capital management

The key objective of the Group's capital management is to ensure that it maintains a stable capital structure including monitoring of the financial covenants with the focus on total capital to uphold investor, creditor and customer confidence and to ensure future development of its business. The Group focused on keeping strong total capital base to ensure independence, security as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Group (refer note 12, 13 and 16).

The Group has issued NCRPS to the Holding Company which are classified as financial liabilities in these financial statements. However, the Group has considered NCRPS as part of capital for below disclosure."

The Group's goal is to continue to be able to return excess liquidity to shareholders by continuing to distribute annual dividends in future period.

The future dividends of equity and preference shares will be balanced with efforts to continue to maintain an adequate liquidity status.

The capital structure as of March 31, 2025 and March 31, 2024 was as follows:

Particulars	March 31, 2025	March 31, 2024
Total equity	196,928	183,409
Preference share capital (NCRPS)	2,054	2,054
Total capital attributable to the shareholders of the Company (including NCRPS)	198,982	185,463
As a percentage of total capital	56%	58%
Non-current borrowings *	116,994	110,118
Current borrowings	40,896	26,748
Total borrowings	157,890	136,866
As a percentage of total capital	44%	42%
Total capital (Equity capital, preference capital and borrowings)	356,873	322,329

* includes OCD amounting to Rs. 16,079 (March 31, 2024 : Rs. 14,939) [refer note 13(h)]

* includes BL OCD amounting to Rs. 19,318 (March 31, 2024 : Rs. 5,701) [refer note 13 (i) and (k)]

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

33. Interest in other entities

(a) Subsidiaries

The Group's subsidiaries as at March 31, 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held by the Group, and proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of entity	Country of incorporation	Ownership interest held by the Group (%)		Principal activities
		March 31, 2025	March 31, 2024	
Biocon Biologics UK Limited	United Kingdom	100	100	Sale of biopharmaceutical products
Biocon Sdn Bhd	Malaysia	100	100	Manufacturing and sale of biopharmaceutical products
Biocon Biologics Inc.	United States of America	100	100	Sale of biopharmaceutical products
Biocon Biologics Healthcare Malaysia Sdn Bhd	Malaysia	100	100	Sale of biopharmaceutical products
Biocon Biologics Do Brasil LTDA	Brazil	100	100	Sale of biopharmaceutical products
Biocon Biologics FZ LLC	United Arab Emirates	100	100	Sale of biopharmaceutical products
Biosimilars Newco Limited	United Kingdom	100	100	Sale of biopharmaceutical products
Biosimilar Collaborations Ireland Limited	Ireland	100	100	Sale of biopharmaceutical products
Biocon Biologics Germany GmbH	Germany	100	100	Sale of biopharmaceutical products
Biocon Biologics Canada Inc.	Canada	100	100	Sale of biopharmaceutical products
Biocon Biologics France S.A.S	France	100	100	Sale of biopharmaceutical products
Biocon Biologics Switzerland AG	Switzerland	100	100	Sale of biopharmaceutical products
Biocon Biologics Belgium BV	Belgium	100	100	Sale of biopharmaceutical products
Biocon Biologics Spain S.L.U	Spain	100	100	Sale of biopharmaceutical products
Biocon Biologics Finland OY	Finland	100	100	Sale of biopharmaceutical products
Biocon Biologics Greece SINGLE MEMBER P.C	Greece	100	100	Sale of biopharmaceutical products
Biocon Biologics (Thailand) Co., Ltd.	Thailand	100	100	Sale of biopharmaceutical products
Biocon Biologics Morocco S.R.L.A.U	Morocco	100	100	Sale of biopharmaceutical products
Biocon Biologics South Africa (Pty) Ltd.	South Africa	100	100	Sale of biopharmaceutical products
Biocon Biologics Philippines Inc.	Philippines	100	100	Sale of biopharmaceutical products
Biocon Biologics ITALY S.R.L.	Italy	100	100	Sale of biopharmaceutical products
Biocon Biologics Croatia LLC	Croatia	100	100	Sale of biopharmaceutical products
Biocon Biologics Global PLC	United Kingdom	100	100	- Sale of biopharmaceutical products
Biocon Biologics Employees Welfare Trust	India	100	100	Employees Welfare Trust
Biocon Biologics Limited Employees Group Gratuity Trust	India	100	-	Employees Group Gratuity Trust

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

34. Additional information, as required under Schedule III of the Act, of enterprises consolidated as subsidiary

Name of Entity	Net assets as at March 31, 2025		Share in profit or loss for the year ended March 31, 2025		Share in other comprehensive income for the year ended March 31, 2025		Share in total comprehensive income for the year ended March 31, 2025	
	As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated other comprehensive income	Amount	As a % of consolidated total comprehensive income	Amount
Holding Company								
Biocon Biologics Limited	39%	187,750	124%	8,305	20%	(216)	144%	8,089
Subsidiaries								
Foreign								
Biocon Sdn Bhd	0%	(551)	6%	371	0%	-	7%	371
Biocon Biologics UK Limited	26%	117,625	22%	1,413	0%	-	26%	1,413
Biocon Biologics Healthcare Malaysia Sdn Bhd	0%	(2)	0%	(1)	0%	-	0%	(1)
Biocon Biologics Inc	0%	1,705	15%	975	0%	-	17%	975
Biocon Biologics Canada Inc.	0%	93	1%	67	0%	-	1%	67
Biocon Biologics Do Brasil LTDA	0%	73	0%	(14)	0%	-	0%	(14)
Biocon Biologics FZ LLC	0%	103	0%	10	0%	-	0%	10
Biosimilars Newco Limited	24%	114,231	-61%	(4,117)	80%	(874)	-88%	(4,991)
Biosimilar Collaborations Ireland Limited	12%	55,758	-10%	(688)	0%	-	-12%	(688)
Biocon Biologics France S.A.S	0%	134	1%	81	0%	-	1%	81
Biocon Biologics Germany GMBH	0%	136	2%	124	0%	-	2%	124
Biocon Biologics Switzerland AG	0%	11	0%	8	0%	-	0%	8
Biocon Biologics Belgium.	0%	12	0%	9	0%	-	0%	9
Biocon Biologics Spain S.L.U	0%	16	0%	15	0%	-	0%	15
Biocon Biologics Finland OY	0%	5	0%	4	0%	-	0%	4
Biocon Biologics Greece SINGLE MEMBER P.C	0%	17	0%	13	0%	-	0%	13
Biocon Biologics (Thailand) Co., Ltd.	0%	63	0%	1	0%	-	0%	1
Biocon Biologics Morocco S.R.L	0%	59	0%	16	0%	-	0%	16
Biocon Biologics South Africa (Pty) Ltd.	0%	2	0%	2	0%	-	0%	2
Biocon Biologics Philippines Inc.	0%	21	0%	4	0%	-	0%	4
Biocon Biologics Italy S.R.L.	0%	3	0%	2	0%	-	0%	2
Biocon Biologics Croatia LLC	0%	2	0%	2	0%	-	0%	2
Biocon Biologics Global PLC Indian	0%	104	2%	102	0%	-	2%	102
Biocon Biologics Employees Welfare Trust	0%	-	0%	-	0%	-	0%	-
Biocon Biologics Limited Employees Group Gratuity Trust	0%	-	0%	-	0%	-	0%	-
Gross Total	100%	477,370	100%	6,704	100%	(1,090)	100%	5,614
Adjustment arising on consolidation		(280,442)		2,192		5,174		7,366
Total		196,928		8,896		4,084		12,980

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Name of Entity	Net assets as at March 31, 2024		Share in profit or loss for the year ended March 31, 2024		Share in other comprehensive income for the year ended March 31, 2024		Share in total comprehensive income for the year ended March 31, 2024	
	As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated other comprehensive income	Amount	As a % of consolidated total comprehensive income	Amount
Holding Company								
Biocon Biologics Limited	40%	179,106	333%	3,683	22%	175	201%	3,858
Subsidiaries								
Foreign								
Biocon Sdn Bhd	0%	(1,495)	-161%	(1,786)	0%	-	-93%	(1,786)
Biocon Biologics UK Limited	25%	107,971	432%	4,788	0%	-	249%	4,788
Biocon Biologics Healthcare Malaysia Sdn Bhd	0%	(1)	0%	(0)	0%	-	0%	(0)
Biocon Biologics Inc	0%	681	56%	623	0%	-	32%	623
Biocon Biologics Canada Inc.	0%	29	3%	29	0%	-	1%	29
Biocon Biologics Do Brasil LTDA	0%	85	0%	4	0%	-	0%	4
Biocon Biologics FZ LLC	0%	91	1%	7	0%	-	0%	7
Biosimilars Newco Limited	25%	112,258	-248%	(2,746)	78%	638	-110%	(2,108)
Biosimilar Collaborations Ireland Limited	10%	46,737	-320%	(3,546)	0%	-	-185%	(3,546)
Biocon Biologics France S.A.S	0%	32	3%	31	0%	-	2%	31
Biocon Biologics Germany GMBH	0%	12	1%	9	0%	-	0%	9
Biocon Biologics Switzerland AG	0%	5	0%	1	0%	-	0%	1
Biocon Biologics Belgium.	0%	4	0%	2	0%	-	0%	2
Biocon Biologics Spain S.L.U	0%	3	0%	4	0%	-	0%	4
Biocon Biologics Finland OY	0%	1	0%	1	0%	-	0%	1
Biocon Biologics Greece SINGLE MEMBER P.C	0%	3	0%	3	0%	-	0%	3
Biocon Biologics (Thailand) Co., Ltd.	0%	(1)	0%	(1)	0%	-	0%	(1)
Biocon Biologics Morocco S.R.L	0%	1	0%	1	0%	-	0%	1
Biocon Biologics South Africa (Pty) Ltd.	0%	0	0%	(0)	0%	-	0%	(0)
Biocon Biologics Philippines Inc.	0%	17	0%	0	0%	-	0%	0
Biocon Biologics Italy S.R.L.	0%	1	0%	-	0%	-	0%	-
Biocon Biologics Croatia LLC	0%	0	0%	-	0%	-	0%	-
Indian								
Biocon Biologics Employees Welfare Trust	0%	-	0%	-	0%	-	0%	-
Gross Total	100%	445,542	100%	1,107	100%	813	100%	1,920
Adjustment arising on consolidation		(262,133)		1,075		1,797		2,871
Total		183,409		2,182		2,610		4,791

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

35. Contingent liabilities and commitments (to the extent not provided for)

	March 31, 2025	March 31, 2024
(i) Contingent liabilities		
(a) Claims against the Group not acknowledged as debt	1,232	1,170
The above includes		
(i) Direct taxation	1,094	1,045
(ii) Indirect taxation (includes matters pertaining to disputes on VAT and CST)	138	125

The Group is involved in taxation matters that arise from time to time in the ordinary course of business. Judgment is required in assessing the range of possible outcomes for some of these tax matters, which could change substantially over time as each of the matter progresses depending on experience on actual assessment proceedings by tax authorities and other judicial precedents. Based on its internal assessment supported by external legal counsel views, if any, the Group believes that it will be able to sustain its positions if challenged by the authorities and accordingly no additional provision is required for these matters.

Other than the matter disclosed above, the Group is involved in disputes, lawsuits, proceedings etc. including patent and commercial matters that arise from time to time in the ordinary course of business. Management is of the view that above matters will not have any material adverse effect on the Group's financial position and results of operations.

	March 31, 2025	March 31, 2024
(ii) Commitments:		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	6,007	9,086

36. Earnings per equity share (EPS)

	Year ended March 31, 2025	Year ended March 31, 2024
Profit for the year		
For Basic EPS	8,896	2,182
Add: Net loss / (gain) on financial liabilities measured at fair value through profit or loss	(206)	-
For Dilutive EPS	8,690	2,182
Weighted average shares		
For computing basic EPS [refer note (a) below]	1,562,444,686	1,560,883,944
Adjustments for calculation of diluted earnings per share [refer note (b)] :		
- Employee stock options	8,050,441	5,894,446
- CCD	3,035,743	-
For computing diluted EPS	1,573,530,870	1,566,778,390
Earnings per equity share		
Basic (in Rs)	5.69	1.40
Diluted (in Rs)	5.52	1.39

(a) Excludes Treasury shares

(b) Potential ordinary shares are antidilutive when their conversion to ordinary shares would increase earnings per share or decrease loss per share. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential ordinary shares that would have an antidilutive effect on earnings per share.

Notes to the Consolidated financial statements for the year ended March 31, 2025

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37. Segmental reporting

The Chief Operating Decision Maker reviews the operations of the Group as pharmaceutical business, which is considered to be the only reportable segment by the management.

Geographical segment

For details of revenue by geography please refer to note 19.1 and major customer refer to note 19.5

Non-current assets

Particulars	March 31, 2025	March 31, 2024
India	35,329	35,849
Europe	65,673	65,756
UK	199,731	197,201
Malaysia	31,934	27,664
Rest of the world	320	288
Total	332,987	326,758

Note: Non-current assets excludes derivative assets, income tax and deferred tax assets.

38. Employee stock compensation

a) Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24

On July 21, 2021, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2022-24 ('RSU Plan 2022') for the grant of Restricted stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Biologics Employees Welfare Trust.

In August 2021, based on the approval of the Board, the Company granted RSUs to its employees under this Plan. For grants made before August 1, 2021, the options would vest to the employees as 33%, 33% and 34% of the total grant at the end of first, second and third year, respectively from the date of grant. For grants made in August 2022 and October 2022, the vesting would be 50% and 50% of the total grant at the end of first and second year, respectively from the date of grant. For grants made in July 2023, October 2023 and January 2024 the vesting would be 100% of the total grant at the end of first year. Exercise period is 3 years for each grant. These options are exercisable at Rs. 10 per RSU. The RSU Plan provides for certain market and non-market conditions for vesting which are measured through revenue, profit, achievement of key milestones and share price.

b) Biocon Biologics Limited Restricted Stock Units Plan 2023

On February 22, 2023, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units Long Term Incentive Plan FY 2023 ('RSU Plan 2023') for the grant of Restricted stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Limited Employees Welfare Trust.

In March 2023, based on the approval of the Board, the Company granted RSUs to its employees under this Plan. The options under this grant would vest to the employees as 25% in first year after the grant date, 25% on the event of IPO, 25% after the expiry of one year from IPO date and 25% after the expiry of 2 years from the IPO date. The options are exercisable only on the event of an IPO and exercise period shall be one year from the date of last vesting. These options are exercisable at Rs. 10 per RSU.

c) Biocon Biologics Limited Restricted Stock Units and Performance Stock Units Long Term Incentive Plan FY 2025-29 ('RSU Plan 2025')

On February 6, 2024, Board of Directors of the Company approved the Biocon Biologics Limited Restricted Stock Units and Performance Stock Units Long Term Incentive Plan FY 2025-29 ('RSU Plan 2025') for the grant of Restricted stock units ('RSU') and Performance stock units to the employees of the Company and its subsidiaries. The Nomination and Remuneration Committee ('Remuneration Committee') administers the plan through a trust established specifically for this purpose, called the Biocon Biologics Employees Welfare Trust.

During the year ended March 31, 2025, based on the approval of the Board, the Company granted RSUs to its employees under this Plan on various dates. RSU Plan 2025 also provides for certain market and non-market conditions for vesting which are measured through revenue, profit, achievement of key milestones and share price. Vesting condition of RSU Plan 2025 will vary employee to employee and would range from one years to three years. Exercise period is 3 years from the date of vesting for each of the grant and the exercise price is Rs. 10 per RSU/PSU.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

Particulars	March 31, 2025		March 31, 2024	
	No of Options	Weighted Average Exercise Price	No of Options	Weighted Average Exercise Price
RSU Plan 2022				
Outstanding at the beginning of the year	6,816,996	10	5,637,231	10
Granted during the year	-	10	1,873,818	10
Lapses/forfeited during the year	359,607	10	660,462	10
Exercised during the year*	501,379	10	33,590	10
Expired during the year	-	-	-	-
Outstanding at the end of the year	5,956,010	10	6,816,996	10
Exercisable at the end of the year	5,956,010	10	2,954,271	10
Weighted average remaining contractual life (in years)	2.6		3.6	-
Weighted average fair value of options granted	240.4		240.4	-
RSU Plan 2023				
Outstanding at the beginning of the year	1,582,620	10	2,039,997	10
Granted during the year	-	10	9,550	10
Lapses/forfeited during the year	350,186	10	466,927	10
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	1,232,434	10	1,582,620	10
Exercisable at the end of the year	338,530	10	393,268	10
Weighted average remaining contractual life (in years)	4.0		3.9	-
Weighted average fair value of options granted	241.4		241.4	-
RSU Plan 2025				
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	3,882,367	10	-	-
Lapses/forfeited during the year	15,222	10	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	3,867,145	10	-	-
Exercisable at the end of the year	-	-	-	-
Weighted average remaining contractual life (in years)	4.7		-	-
Weighted average fair value of options granted	301.8		-	-

* For the year ended March 31, 2024 pending allotment.

Assumptions used in determination of the fair value of the stock options under the option pricing model for the grants during the year are as follows:

Particulars	March 31, 2025	March 31, 2024	
	RSU Plan 2025	RSU Plan 2022	RSU Plan 2023
Weighted Average Exercise Price	10	10	10
Expected volatility #	30.4% - 33.8%	31.3% - 32.2%	39.5% - 44.7%
Life of the options granted (vesting and exercise period) in years	5	4	5
Average risk-free interest rate	6.5% - 6.7%	7.0% - 7.2%	7.1% - 7.4%
Expected dividend rate	0%	0%	0%

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

The Company has recorded an amount of Rs 535 (March 31, 2024: 730) as cost of the above RSU Plans in the statement of profit and loss.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

- b) The employees of the Group are eligible for shares under the Biocon Employee Stock Option Plan ('ESOP Plan 2000') and Biocon - Restricted Stock Units of Biocon Biologics Limited (formerly "Biocon Biologics India Limited") ('RSU Plan 2019') (collectively "stock option plans") of Biocon Limited.

Total number of options outstanding	March 31, 2025	March 31, 2024
ESOP Plan 2000	490,870	886,555
RSU Plan 2019 #	2,121,316	3,598,640

adjusted for the impact of bonus issue

The Group has recorded an amount of Rs 54 (March 31, 2024: Rs. 87) as cost of the above stock option plans based on amounts cross charged by its Holding company.

39. Exceptional item

- a) During the year ended March 31, 2025, the Group has raised fund through issue of senior secured notes amounting to Rs. 66,763 (USD 800 million) and new syndicated facility amounting to Rs. 26,705 (USD 320 million). The funds are utilised to refinance existing term loans. The unamortized portion of debt raise cost of the retired term loans amounting to Rs. 1,216 is written-off to profit and loss account, classified as an exceptional item in the consolidated financial statements. Consequential tax impact of Rs. 304 was included within tax expense for the year ended March 31, 2025.
- b) During the year ended March 31, 2024, the Group had received Rs. 18,269 (USD 220 million) towards working capital under the terms of the definitive agreement [out of total contingent consideration receivable of Rs. 20,835 (USD 250 million)]. The Group had recorded these receivables at fair value of Rs. 10,219 at the time of settlement having regard to the timing and probability of recovery. The resulting difference of Rs. 8,050 is recorded as a gain in the profit and loss account, classified as an exceptional item in the consolidated financial statements. Consequential tax impact of Rs. 407 was included within tax expense for the year ended March 31, 2024. The remaining contingent consideration receivable of USD 30 Mn was recorded at fair value at Rs. 750 under "other financial assets" as at March 31, 2024 [refer note 5(a)].

Further, during the year ended March 31, 2025, the Group has settled the working capital Rs. 2,518 (balance contingent consideration receivable of USD 30 million). The Group had recorded these receivables at fair value of Rs. 1,382 at the time of settlement having regard to the timing and probability of recovery. The resulting difference of Rs. 1,136 is recorded as a gain in the statement of profit and loss as an exceptional item in the consolidated financial statements. Consequential tax impact of Rs. 284 was included within tax expense for the year ended March 31, 2025.

- c) The Group previously recorded a provision for inventory related to a product with low demand, resulting in a reduced likelihood of liquidation, amounting to Rs. 2,366 in the consolidated statement of profit and loss for the year ended March 31, 2024, classified as an exceptional item. The associated tax impact of Rs. 296 was included in the tax expense for the year ended March 31, 2024.

During the year ended March 31, 2025, the Group liquidated inventory amounting to Rs. 886, the provision for which was recorded within exceptional item in earlier period. Hence, the provision for such inventory has been reversed with a corresponding credit to exceptional item in the consolidated financial statements. The associated tax impact of Rs. 145 is included in the tax expense for the year ended March 31, 2025. "

- d) The Group had obtained services of professional experts (like advisory, legal counsel, valuation experts etc.) for the acquisition completed during the year ended March 31, 2024. The Group has recorded Rs. 1,582 as an expense in the statement of profit and loss, classified as an exceptional item in the consolidated financial statements. Consequential tax impact of Rs. 80 is included within tax expense for the year ended March 31, 2024.
- e) The Group on pursuant to the uncertainty of ability to commercialize a product for development and commercialization in certain territories, recorded an impairment of the carrying value of the intangible asset under development amounting Rs. 3,854 that has been recorded as an expense in the statement of profit and loss, classified as an exceptional item in the consolidated financial statements for the year ended March 31, 2024. "
- f) Ministry of Chemicals and fertilizers, Department of Pharmaceuticals issued an Corrigendum on 20 October 2023 vide File No. 31026/99/2020 clarifying the operational guidelines for the Production Linked Incentive (PLI) Scheme with total capping of 33% in any of the four years. Accordingly, the Group during year ended March 31, 2024, has reversed Rs. 82 as exceptional items. Consequential tax impact of Rs. 11 is included within tax expense for the year ended March 31, 2024.

Notes to the Consolidated financial statements for the year ended March 31, 2025

(All amounts are in Indian Rupees millions, except share data and per share data, unless otherwise stated)

40. Other statutory information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988).
- (ii) The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iv) The Group is not declared as wilful defaulter by any bank or financial institution or government or any government authority.
- (v) The Group has not traded or invested in Crypto currency or Virtual currency during the financial year.

41. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Group (Ultimate Beneficiaries).

Further, The Group has not received any fund from any party(s) (Funding Party) with the understanding that the Group shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

As per our report of even date attached

for **B S R & Co. LLP**

Chartered Accountants

Firm Registration Number: 101248W/W-100022

for and on **behalf of the Board of Directors of Biocon Biologics Limited**

Sanjay Sharma

Partner

Membership No.: 063980

Kiran Mazumdar-Shaw

Executive Chairperson

DIN: 00347229

Shreehas P Tambe

Managing Director

DIN: 09796480

Kedar Upadhye

Chief Financial Officer

Place: Bengaluru

Date: 06 May 2025

Akhilesh Kumar Nand

Company Secretary

Place: Bengaluru

Date: 06 May 2025