

Wockhardt France (Holdings) S.A.S.

Société par Actions Simplifiée Unipersonnelle au capital de 60.100.000 Euros

Siège social : 1 bis avenue Jean d'Alembert

78 990 ELANCOURT

RCS VERSAILLES B 497 915 900

**Statutory auditor's report on the financial statements
For the year ended 31st March 2018**



2, rue Maurice Hartmann
92130 - Issy-Les-Moulineaux
Commissaire aux Comptes
Membre de la Compagnie Régionale de Versailles



2, rue Maurice Hartmann
92 130 – Issy-Les-Moulineaux

Wockhardt France (holdings) S.A.S.

Head Office : 1 bis avenue Jean d'Alembert – 78 990 ELANCOURT

Share Capital : 60.100.000 €

Statutory Auditor' Report on the Financial Statements

For the year ended 31st March 2018 Exercise of 12 months

To the single-shareholder of WOCKHARDT France (HOLDINGS) S.A.S.,

Opinion

In compliance with the engagement entrusted to us by your Single-Shareholder, we have audited the accompanying financial statements of WOCKHARDT France (HOLDINGS) S.A.S., for the year ended 31st March 2018.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at 31st March 2018 and of the results of its operations for the year then ended in accordance with French accounting principles.

Basis for Opinion

Audit Framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the Statutory Auditor' Responsibilities for the Audit of the Financial Statements section of our report.

Independence

We conducted our audit engagement in compliance with independence rules applicable to us, for the period from 1st April 2017 to the date of our report and specifically we did not provide any prohibited non-audit services referred to in the French Code of ethics (code de déontologie) for statutory auditors.

Justification of Assessments

In accordance with the requirements of Articles L.823-9 and R.823-7 of the French Commercial Code (code de commerce) relating to the justification of our assessments, we inform you of the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in our audit of the financial statements of the current period, as well as how we addressed those risks.

The "financial assets note" of the "accounting rules and methods" in the notes of financial statements sets out the modalities for the implementation of a depreciation test for equity securities.

As part of our assessment of the accounting principles followed by your company, we examined the appropriateness of the accounting procedures specified above, the information provided in the notes of financial statements and we ensured their correct application.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on specific items of the financial statements.

Verification of the Management Report and of the Other Documents Provided to the Single-Shareholder

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by French law.

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the management report of the President and in the other documents provided to the Single-Shareholder with respect to the financial position and the financial statements.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with French accounting principles and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease operations.

The financial statements were approved by the President.

Statutory Auditor' Responsibilities for the Audit of the Financial Statements

Our role is to issue a report on the financial statements. Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As specified in Article L.823-10-1 of the French Commercial Code (code de commerce), our statutory audit does not include assurance on the viability of the Company or the quality of management of the affairs of the Company.

As part of an audit conducted in accordance with professional standards applicable in France, the statutory auditor exercises professional judgment throughout the audit and furthermore:

- Identifies and assesses the risks of material misstatement of the financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence considered to be sufficient and appropriate to provide a basis for his 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.
- Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the financial statements.
- Assesses the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of his audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the statutory auditor concludes that a material uncertainty exists, there is a requirement to draw attention in the audit report to the related disclosures in the financial statements or, if such disclosures are not provided or inadequate, to modify the opinion expressed therein.
- Evaluates the overall presentation of the financial statements and assesses whether these statements represent the underlying transactions and events in a manner that achieves fair presentation.

Issy-Les-Moulineaux, 13th June 2018

The Statutory Auditor

CERA
Daniel Buchoux



N° 11937*03

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BALANCE SHEET - ASSETS

D.G.I. N° 2050

Formulaire obligatoire (article 53A
du Code général des impôts)

Company name : Wockhardt France (Holdings) SAS

Duration of the tax year (in months) * : 12

Address : Europlus 3, 1 bis Avenue Jean d'Alembert, 78990
ELANCOURT

Duration of the prior tax year * : 12

Company Reg No * : 497 915 900 00045

Tax return filled in €		31/03/2018			31/03/2017			
		Gross amount	Amortization & depreciation	Net amount	Net amount			
Uncalled subscribed capital (1)		(I) AA			0	0		
FIXED ASSETS *	INTANGIBLE ASSETS	Start-up costs*	AB	0	AC	0	0	
		Research & development costs*	CX	0	CQ	0	0	
		Licences, patents and similar rights	AF	0	AG	0	0	
		Goodwill (1)	AH	0	AI	0	0	
		Other intangible assets	AJ	0	AK	0	0	
		Cash advances & downpayments on intangible assets	AL	0	AM	0	0	
	TANGIBLE ASSETS	Land	AN	0	AO	0	0	
		Buildings	AP	0	AQ	0	0	
		Plant & equipment	AR	0	AS	0	0	
		Other tangible assets	AT	0	AU	0	0	
		Assets under construction	AV	0	AW	0	0	
		Cash advances & downpayments on tangible assets	AX	0	AY	0	0	
	FINANCIAL ASSETS (2)	Shares held at equity value	CS	0	CT	0	0	
		Other shares	CJ	107 339 575	CV	68 116 714	39 222 861	33 563 223
		Receivables related to investments	BB	0	BC	0	0	0
		Other capitalized securities	BD	0	BE	0	0	0
		Loans	BF	0	BG	0	0	0
		Other financial assets*	BH	4 000	BI	0	4 000	4 000
TOTAL (II)		BJ	107 343 575	BK	68 116 714	39 226 861	33 567 223	
CURRENT ASSETS	INVENTORY*	Raw materials & components	BL	0	BM	0	0	
		Work in progress (goods)	BN	0	BO	0	0	
		Work in progress (services)	BP	0	BQ	0	0	
		Semi-finished & finished products	BR	0	BS	0	0	
		Goods held for resale	BT	0	BU	0	0	
	Advances & downpayments to suppliers	BV	54	BW	0	54	0	
	RECEIVABLES	Trade receivables and related accounts *(3)	BX	18 426	BY	0	18 426	0
		Other receivables (3)	BZ	489 614	CA	0	489 614	859 935
		Called subscribed capital, unpaid	CB	0	CC	0	0	0
	MISCELLANEOUS	Investments (including own shares)	CD	0	CE	0	0	6 500 037
Bank balances		CF	38 079	CG	0	38 079	558 777	
ADJUSTMENTS	Prepayments* (3) (E)	CH	0	CI	0	0	0	
	GRAND TOTAL (III)	CJ	546 174	CK	0	546 174	7 918 749	
	Expenses amortized over more than one year * (IV)	CW	0			0	0	
	Premium on bond redemption (V)	CM	0			0	0	
	Conversion differences - assets* (VI)	CN	0			0	0	
TOTAL (I à VI)		CO	107 889 749	1A	68 116 714	39 773 035	41 485 972	
Footnotes: (1) incl. lease agreements				(2) Less than 12 months	CP		(3) Over 12 months	CR
Ownership reservations:		assets		Inventory			Receivables	



N° 11937*03

Formulaire obligatoire (article 53A
du Code général des impôts)

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BALANCE SHEET - LIABILITIES before distribution

D.G.I. N° 2051

Company name : Wockhardt France (Holdings) SAS			31/03/2018	31/03/2017
EQUITY	Share capital (1)* (included paid up)	60 100 000)	DA 60 100 000,00	60 100 000,00
	Share, fusion, ... premiums		DB 0,00	0,00
	Acquisition differential (2)* (including equity differential)	EK	DC 0,00	0,00
	Legal reserve (3)		DD 0,00	0,00
	Statutory & contractual reserves		DE 0,00	0,00
	Regulatory reserves (3)* (incl foreign currency translation reserve)	B1	DF 0,00	0,00
	Other reserves (incl. reserve on purchase of works of art from live artists)*	EJ	DG 0,00	0,00
	Retained earnings / losses		DH -108 856 367,18	-109 930 595,29
	Net income or loss		DI 6 554 169,38	1 074 228,11
	Investment subsidies		DJ 0,00	0,00
	Regulatory provisions*		DK 892 340,26	892 340,26
		TOTAL (I)	DL -41 309 857,54	-47 864 026,92
	OTHER EQUITY	Proceeds from issue of equity securities		DM 0,00
Conditional advances			DN 0,00	0,00
		TOTAL (II)	DO 0,00	0,00
PROVISIONS	Short-term provisions		DP 0,00	0,00
	Long-term provisions		DQ 0,00	0,00
		TOTAL (III)	DR 0,00	0,00
PAYABLES (4)	Convertible bond loans		DS 0,00	0,00
	Other bond loans		DT 0,00	0,00
	Borrowings from financial institutions (5)		DU 41 192 615,85	54 923 474,45
	Borrowings from other sources (including borrowings secured by shares)	EI	DV 33 048 236,54	28 026 876,94
	Advances and downpayments collected on orders		DW 0,00	0,00
	Trade payables and related accounts		DX 412 641,08	348 078,99
	Tax payable, payroll and social contributions		DY 22 111,48	44 281,44
	Payables on fixed assets and related accounts		DZ 0,00	0,00
Other payables		EA 6 407 287,52	6 007 287,52	
A.D.JUST. Deferred income (4)		EB 0,00	0,00	
	TOTAL (IV)	EC 81 082 892,47	89 350 000,34	
	Conversion differences - liabilities *	(V)	ED 0,00	0,00
	GRAND TOTAL (I à V)	EE	39 773 034,93	41 485 973,42
FOOTNOTES	(1) Acquisition differential included in share capital		IB	
	(2) including	Special Revaluation reserve (B59)	IC	
		Non obligatory revaluation reserve	ID	
		Revaluation reserve (B76)	IE	
	(3) Including long-term capital gains regulatory reserve *		EF	
(4) Payables and deferred income under 12 months		EG	14 398 952,19	14 419 261,32
(5) including loans repayable on demand and overdrawn bank accounts		EH	100,00	120,00

Company name : Wockhardt France (Holdings) SAS									
		31/03/2018			31/03/2017				
		Domestic	export	Total					
REVENUE FROM OPERATIONS	Sales of goods held for resale*	FA	0	FB	0	FC	0	0	
	Sale of finished goods* services*	FD	0	FE	0	FF	0	0	
		FG	45 206	FH	21 705	FI	66 910	32 400	
	Net sales*	FJ	45 206	FK	21 705	FL	66 910	32 400	
	Stored production*					FM	0	0	
	Capitalized production*					FN	0	0	
	Operating subsidiaries					FO	0	0	
	Amortization & depreciation provisions reversal* (9)					FP	0	175 347	
	Other proceeds (1) (11)					FQ	0	0	
	TOTAL OPERATING GAINS (2) (I)					FR	66 910	207 747	
OPERATING EXPENSES	Purchase of goods held for resale (including customs duties) *					FS	0	0	
	Changes in inventory (goods held for resale)					FT	0	0	
	Purchase of raw materials and components (including excise duty) *					FU	0	0	
	Changes in inventory (raw materials and components)*					FV	0	0	
	Other external purchases (3) (6bis)*					FW	167 947	257 779	
	Taxes, contributions and related costs*					FX	606	735	
	Payroll costs*					FY	11 253	0	
	Social contributions (10)					FZ	1 686	0	
	OPERATING PROVISIONS	- on fixed assets : - amortization* - depreciation *					GA	0	0
		- on current assets : provisions					GB	0	0
		- contingencies : provisions					GC	0	0
	Other costs (12)					GD	0	0	
	TOTAL OPERATING EXPENSES (4) (II)					GE	0	0	
	1 - OPERATING INCOME (I - II)					GF	181 492	258 515	
COMMON TRANSACTIONS	Distributed income or transferred loss *			(III)		GH	0	0	
	Loss assumed or transferred income *			(IV)		GI	0	0	
FINANCIAL GAINS	Financial income from investments (5)					GJ	1 573 083	697 262	
	Income from other investment securities (5)					GK	0	0	
	Other interest and related income (5)					GL	0	1 454	
	Accrual reversal and transfer charges					GM	6 628 212	715 098	
	Profits on exchange rates					GN	0	0	
	Net gains on sales of investment securities					GO	0	0	
TOTAL FINANCIAL GAINS (V)					GP	8 201 295	1 413 815		
FINANCIAL COSTS	Provisions for financial amortization and depreciation *					GQ	968 574	9 126	
	Interests and related expenses (6)					GR	1 030 102	1 123 751	
	Losses on exchange rates					GS	0	0	
	Net loss on sales of investment securities					GT	0	0	
TOTAL FINANCIAL COSTS (VI)					GU	1 998 676	1 132 877		
2 - FINANCIAL RESULT (V - VI)					GV	6 202 619	280 939		
3 - OPERATING PROFIT BEFORE TAX (I-II+III-IV +V - VI)					GW	6 088 037	230 172		



N° 10947*03

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PROFIT AND LOSS ACCOUNT (continued)

D.G.J. N° 2053

Formulaire obligatoire (article 53A du Code général des impôts).

Company name : Wockhardt France (Holdings) SAS

			31/03/16	31/03/2017
EXCEPTIONAL GAINS	Exceptional operating gains	HA	1	1 157
	Exceptional capital gains *	HB	0	0
	Accrual reversal and transfer charges	HC	0	0
	TOTAL EXCEPTIONAL GAINS (7) (VII)	HD	1	1 157
EXCEPTIONAL LOSSES	Exceptional operating losses (6bis)	HE	38	0
	Exceptional capital losses *	HF	0	0
	Exceptional amortization and depreciation	HG	0	0
	TOTAL EXCEPTIONAL LOSSES (7) (VIII)	HH	38	0
4 - EXCEPTIONAL INCOME OR LOSS (VII - VIII)		HI	-37	1 157
Employee profit sharing scheme		(IX) HJ	0	0
Corporate tax *		(X) HK	-466 169	-842 901
TOTAL INCOME (I+III+V+VII)		HL	8 268 207	1 622 719
TOTAL EXPENSES (II+IV+VI+VIII+IX+X)		HM	1 714 037	548 490
5 - Profit or loss (Total income - total expenses)		HN	6 554 169,38	1 074 229
FOOTNOTES	(1) including net partial gains on long-term capital gains	HO		
	(2) real-estate rent	HY		
	(2) operating gains related to prior years (break-up required in (8) below)	IG	0	0
	(3) - equipment on lease *	HP		
	(3) - buildings on lease	HQ		
	(4) incl. operating losses related to prior years (8)	IH	0	565
	(5) incl. Income from related parties	IJ		
	(6) incl. interests from related parties	IK	18 983	22 485
	(6bis) incl. Donations to charitable causes (art. 238 bis du C.G.I.)	HX	0	0
	(9) incl. Transfer charges	A1		
	(10) incl. Personal contributions of the manager (13)	A2		
	(11) incl. Royalties on licences and patents (proceeds)	A3		
	(12) incl. Royalties on licences and patents (expenses)	A4		
(13) incl. non compulsory additional contributions A6				
	compulsory A9			
(7) Break-up of exceptional gains & loss		Current year		
Miscellaneous payment differences		Exceptional loss	Exceptional gain	
		38	1	
(8) Break-up of gains and losses related to prio years :		Current year		
		Prior year losses	Prior year gains	

PRELIMINARY NOTES

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

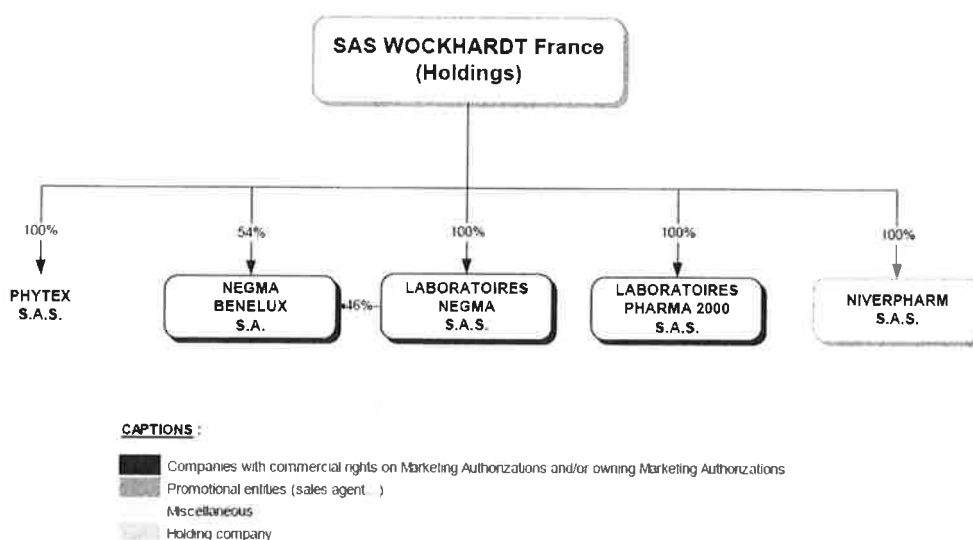
Fiscal year ending: 31st March 2018

Wockhardt France Holdings SAS is the holding company of the French entities and a subsidiary of WOCHARDT BIO AG (Swiss), itself a holding company consolidating the European companies of WOCKHARDT LTD, one of the Indian leaders of the pharmaceutical industry.

Wockhardt France Holdings SAS, limited company with a share capital of 60.1 Million euros, was set up in 2007 in order to purchase in May 2007 a number of subsidiaries of the IFRAH FINANCE Group ; namely : LABORATOIRES NEGMA (previously known as NEGMA-L.E.R.A.D.S), LABORATOIRES PHARMA 2000, NIVERPHARM and PHYTEX.

The main activity of the above companies is the production and distribution of a medicine aimed at curing arthritis and marketed under 2 brand names : ART 50 and ZONDAR as well as other drugs such as Veinamitol (a phlebotonic) and a compression range known as Veinamitex.

The organizational chart of the WOCKHARDT FRANCE HOLDINGS GROUP is as follows on 31st March 2018:



The enclosed appendix is an integral part of the annual financial report: it includes pieces of information additional to the balance sheet and profit & loss account, in order to provide a true and fair view of the company's assets, financial situation and results.

The pieces of information that are not required to be disclosed by law are only mentioned if they are significant.

As at the 31st March 2018, the total of the balance sheet, prior to allocation of the current year's result, amounts to 39 773 034.93 €.

The Income Statement reports a total revenue of 8 268 206,72 € and a net income of 6 554 169.38 €.

The financial year started on 1st April 2017 and closed on 31st march 2018 (12 months).

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

MAIN PRINCIPLES

During the financial year 01.04.17 – 31.03.18, the financial statements have been prepared in accordance with the accounting rules and regulations and in respect of the prudence principle, following the basic assumptions of:

- On-going business
- Continuity of methods
- Independence of financial years

And in accordance with the general rules of preparation and presentation of annual financial statements, based on ANC regulation N° 2016-07 dated 26/12/2016 pertaining to the General Chart of Accounts and on rules dictated by the Committee of Accounting Regulation (CRC) .

VALUATION METHODS

The method used for valuation of assets and liabilities is the historical costs method.

For the year ending 31.03.2018, the company applies the recommendations CRC 2002-10 and 2003-07 pertaining to amortization and depreciation, together with recommendation CRC 2004-6 specific to the definition, accounting and valuation of assets.

The main methods of valuation described below have been used.

FINANCIAL ASSETS

The shares acquired against cash are accounted for at their purchase cost, including purchase price and all costs directly traceable to the asset.

The gross value of the group shares comes to 107 339 574.94 €.

The acquisition costs amount to €892 340.26. As at 31st March 2018, they are fully amortized.

At year end, the company assesses the actual value of its shares. The estimated value is used as inventory value of the shares.

The estimation takes into consideration the net assets, the profitability of the entities in the share portfolio as well as the future profits expected and the usefulness of the shares for the company.

The company books a provision for depreciation when, on an individual basis, the estimated value of the asset is lower than the net book value of the asset.

As at 31st March 2018, the company estimated the inventory value of its shares based mostly on medium-term forecasts of the capacity of each entity to yield future cash flows. The simulation highlighted an over-statement of the shares of Laboratoires Negma of € 686 000 and an under-valuation of the shares of Laboratoires Pharma 2000. The shares of the latter have been reinstated at their book value of € 6 628 211.96.

The amount of cumulative depreciations is 68 116 714,25€.

PREPAYMENTS, RECEIVABLES AND DEBTS

Accounts receivables and payables are valued at their face value.

Whenever an account receivable is deemed doubtful, a provision for depreciation is booked. The depreciations are booked on an individual basis, taking into account the likelihood of each account being settled by the debtor.

There are no invoices to be raised at year end.

AVAILABLE CASH

Available cash in bank is evaluated at its face value.

OTHER PAYABLES

Other payables are detailed in the attached appendix.

PROVISIONS

A liability is a present obligation to a third-party arising from past transactions or events, the settlement of which may result in the outflow or use of resources from the company, most likely not accompanied by an inflow of equivalent benefits for the entity :

- Accrued liability : a liability that is part of the company's definitely determinable debt, since it is both known to exist and can be measured precisely. The payment deadline is also usually known. The whole of the accrued liabilities at the end of the financial year are booked in the current liabilities in the balance sheet and in their respective cost objects in the profit & loss account.
- Other liability : a liability that reflects a probable (but not certain) obligation to pay out an amount that is not precisely measurable. The uncertain liability is booked in the balance sheet under risk accruals and in the profit & loss under exceptional items.
- Contingent liabilities : liabilities that may be incurred by the entity depending on the outcome of a uncertain or unlikely future event such as a court case. These liabilities are not recorded in a company's accounts nor shown in the balance sheet. A footnote to the balance sheet describes the nature and extent of the contingent liabilities.

FOREIGN CURRENCY TRANSACTIONS

The transactions denominated in a foreign currency are booked at a theoretical exchange rate on the date of processing. Exchange rate gains or losses are booked at the date of payment and included in the financial result.

HIGHLIGHTS OF THE FINANCIAL YEAR

1. On 2nd November 2017, the Company received a dividend for an amount of one million five hundred and seventy-two thousands five hundred and eighty-five euros and thirty-nine cents (1 572 585.39 €) from its subsidiary LABORATOIRES NEGMA, as per the decision of the Board Meeting held on 29th June 2017 . The dividend received for each of the 275 409 shares was worth five euros and seventy one cents (5,71 €) per share.
2. The company secured the financial support of its mother company Wockhardt Bio AG (Swiss) during the financial year via an agreement for an additional loan of € 12 200 000 that will enable it to meet its loan repayment obligations for the year 2018/19 (cash transferred in April 2018).
3. During the year, the company signed a service agreement with its subsidiaries and an affiliate (Pinewood Laboratories) for the management services it performs.

POST YEAR-END EVENTS

There are no post year-end events to report.

FUTURE PROSPECTS

In accordance with the recovery plan set by judgement of the Versailles Tribunal of Commerce on 20th octobre 2011, the Company will carry on repaying, in the financial year ending 31st March 2019, its financial debt.



N° 10169*05

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FIXED ASSETS

D.G.I. N° 2054

Formulaire obligatoire (article 53A du Code général des impôts)

Company name : Wockhardt France (Holdings) SAS

SECTION A		FIXED ASSETS		Gross amount at start of year		Increases			
						Following revaluation during the year	Purchases, manufacturing, donation or		
INTANGIBLE	Start-up & research & development costs	TOTAL I	CZ	0	D8		D9		
	Other intangible assets	TOTAL II	KD	0	KE		KF		
TANGIBLE	Land		KG	0	KH		KI		
	Buildings	On own land	KJ	0	KK		KL		
		On third-party land	KM	0	KN		KO		
		General fixtures and fittings*	KP	0	KQ		KR		
	Plant & equipment		KS	0	KT		KU		
	Other tangible assets	General fixtures and fittings*	KV	0	KW		KX		
		Haulage equipment	KY	0	KZ		LA		
		Office equipment (IT + furniture)	LB	0	LC		LD		
		Recoverable packaging and others	LE	0	LF		LG		
	Tangible assets under construction		LH	0	LI		LJ		
	Cash advances and downpayments		LK	0	LL		LM		
		TOTAL III	LN	0	LO	0	LP	0	
FINANCIAL	Shares held at equity value		8G	0	8M		8T		
	Other shares		8U	107 339 575	8V		8W		
	Other capitalized securities		1P	0	1R		1S		
	Loans and other financial assets		1T	4 000	1U		1V		
		TOTAL IV	LQ	107 343 575	LR	0	LS	0	
GRAND TOTAL (I + II + III + IV)			OG	107 343 575	OH	0	OJ	0	
SECTION B		FIXED ASSETS		Decreases		Gross amount at year end		Legal revaluation and usefulness revaluation	
				by transfer	By sale, scrapping or revaluation			Start value of assets at year end	
INTANGIBLE	Start-up & research & development costs	TOTAL I	LT	0	LU	0	1W		
	Other intangible assets	TOTAL II	LV	0	LW	0	1X		
TANGIBLE	Land		LX	0	LY	0	LZ		
	Buildings	On own land	MA	0	MB	0	MC		
		On third-party land	MD	0	ME	0	MF		
		General fixtures and fittings*	MG	0	MH	0	MI		
	Plant & equipment		MJ	0	MK	0	ML		
	Other tangible assets	General fixtures and fittings*	MM	0	MN	0	MO		
		Haulage equipment	MP	0	MQ	0	MR		
		Office equipment (IT + furniture)	MS	0	MT	0	MU		
		Recoverable packaging and others	MV	0	MW	0	MX		
	Tangible assets under construction	MY		MZ		NA	0	NB	
	Cash advances and downpayments	NC		ND		NE	0	NF	
		TOTAL III	0	NG	0	NH	0	NI	0
FINANCIAL	Shares held at equity value		0U		0V	0	0W		
	Other shares		0X		0Y	107 339 575	0Z		
	Other capitalized securities		2B		2C	0	2D		
	Loans and other financial assets		2E		2F	4 000	2G		
		TOTAL IV	0	NU	0	NK	107 343 575	2H	0
GRAND TOTAL (I + II + III + IV)			0	OK	0	OL	107 343 575	OM	0

Company name : Wockhardt France (Holdings) SAS

SECTION A										BALANCES AND TRANSACTIONS OF THE YEAR*									
AMORTIZABLE ASSETS				Accumulated depreciation at start of period		Increases : period amortization		Decreases : reversal and amortizations on assets removed during the period		Accumulated depreciation at period end									
Start-up & research & development costs				TOTAL I	CY	0	PB		PC		PD	0							
Other intangible assets				TOTAL II	PE	0	PF		PG		PH	0							
Land					PI	0	PJ		PK		PL	0							
Buildings	On own land				PM	0	PN		PO		PQ	0							
	On third-party land				PR	0	PS		PT		PV	0							
	General fixtures and fittings*				PV	0	PW		PX		PY	0							
Plant & equipment					PZ	0	QA		QB		QC	0							
Other tangible assets	General fixtures and fittings*				QD	0	QE		QF		QG	0							
	Haulage equipment				QH	0	QI		QJ		QK	0							
	Office equipment (IT + furniture)				QL	0	QM		QN		QO	0							
	Recoverable packaging and others				QP	0	QR		QS		QT	0							
TOTAL III				QU	0	QV	0	QW	0	QX	0								
GRAND TOTAL (I + II + III)				ON	0	OP	0	OQ	0	OR	0								
SECTION B				BREAK-UP OF AMORTIZATION TRANSACTIONS IN THE PERIOD						SECTION C		TRANSACTIONS IMPACTING THE ACCELERATED AMORTIZATION							
AMORTIZABLE ASSETS		Straight-line amortization		Accelerated amortization		Exceptional amortization		Provisions		Reversals									
Start-up & research & development costs		QY		2J		2K		2L		2M									
TOTAL I																			
Intang. assets		QZ		2N		2P		2R		2S									
TOTAL II																			
Land		RA		RB		RC		2T		2U									
Buildings	On own land		RD		RE		RF		2V		2W								
	On third-party land		RG		RH		RI		2X		2Y								
	General fixtures and fittings*		RJ		RK		RL		2Z		3A								
Plant & equipment		RM		RN		RO		3B		3C									
Other tangible assets	General fixtures and fittings*		RP		RQ		RR		3D		3E								
	Haulage equipment		RS		RT		RU		3		3G								
	Office equipment (IT + furniture)		RV		RW		RX		3H		3J								
	Recoverable packaging and others		RY		RZ		SA		3K		3L								
TOTAL III		SB	0	SC	0	SD	0	SE	0	SF	0								
GRAND TOTAL (I + II + III)		SG	0	SH	0	SJ	0	SK	0	SL	0								
SECTION D																			
TRANSACTIONS IN THE PERIOD IMPACTING EXPENSES AMORTIZED OVER MORE THAN 1 YEAR *				Net amount at start of period		Increases		Provisions in the period		Net amount at end of period									
Expenses amortized over more than 1 year								SM		SN	0								
Premiums on security refunds								SP		SR	0								



N° 10949*03

7

BALANCE SHEET PROVISIONS

D.G.I. N° 2056

Formulaire obligatoire (article 53A du Code général des impôts)

Company name : Wockhardt France (Holdings) SAS

Provisions by type		Opening balance		INCREASES Period allocations		REDUCTIONS Period Reversals		Closing balance		
Regulatory provisions	Provision for depletion of mining or oil-fields	3T	0	TA	0	TB	0	TC	0	
	Provisions for investments (art. 237 bis A-II)	3U	0	TD	0	TE	0	TF	0	
	Provisions for price increases (1)	3V	0	TG	0	TH	0	TI	0	
	Accelerated depreciation	3W	0	TJ	0	TK	0	TL	0	
	Provisions for market fluctuation	3X	892 340	TM	0	TN	0	TO	892 340	
	Incl. exceptional mark-up of 30%	D3		D4		D5		D6	0	
	Tax provisions for international set-up costs prior to 11/92	IA	0	IB	0	IC	0	ID	0	
	Tax provisions for international set-up costs post 11/92	IE	0	IF	0	IG	0	IH	0	
	Provisions for set-up loans (art. 39 quinquies H du CGI)	IJ	0	IK	0	IL	0	IM	0	
	Other regulatory provisions (1)	3Y	0	TP	0	TQ	0	TR	0	
TOTAL I	3Z	892 340	TS	0	TT	0	TU	892 340		
Contingency provisions	Provisions for disputes & litigation	4A	0	4B	0	4C	0	4D	0	
	Provision for guarantee granted to customers	4E	0	4F	0	4G	0	4H	0	
	Provision for losses on futures markets	4J	0	4K	0	4L	0	4M	0	
	Provision for fines and penalties	4N	0	4P	0	4R	0	4S	0	
	Provision for exchange rate losses	4T	0	4U	0	4V	0	4W	0	
	Provision for retirement and related liabilities	4X	0	4Y	0	4Z	0	5A	0	
	Provision for taxation (1)	5B	0	5C	0	5D	0	5E	0	
	Provision for renewal of fixed assets *	5F	0	5H	0	5J	0	5K	0	
	Provision for major repair works	5L	0	5M	0	5N	0	5P	0	
	Provision for social & tax contributions on holiday pay *	5R	0	5S	0	5T	0	5U	0	
	Other contingency provisions (1)	5V	0	5W	0	5X	0	5Y	0	
TOTAL II	5Z	0	TV	0	TW	0	TX	0		
Depreciation provisions	on fixed assets	- intangible	6A	0	6B	0	6C	0	6D	0
		- tangible	6E	0	6	0	6G	0	6H	0
		- shares at equity value	O2	0	O3	0	O4	0	O5	0
		- other shares	9U	73 776 352	9V	968 574,33	9W	6 628 212	9X	68 116 714
		- other financial assets	O6	0	O7	0	O8	0	O9	0
	On inventory and work-in-progress	6N	0	6P	0	6R	0	6S	0	
	On trade receivables	6T	0	6U	0	6V	0	6W	0	
	Other provisions for depreciation (1)	6X	0	6Y	0	6Z	0	7A	0	
TOTAL III	7B	73 776 352	TY	968 574	TZ	6 628 212	UA	68 116 714		
GRAND TOTAL (I + II + III)		7C	74 688 692	UB	968 574	UC	6 628 212	UD	69 009 055	
incl. allocations & reversals				UE		UF	0			
				UG	968 574	UH	6 628 212			
				UJ		UK				
Shares held at equity value : amount of depreciation at year end as calculated following rules 39-15e du C.G.I.										
(1) break-up to be provided on a separate schedule according to nature of the provision										



N° 10950*03

Formulaire obligatoire (article 53A du Code général des impôts)

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BREAK-UP OF RECEIVABLES AND PAYABLES AT YEAR-END *

D.G.I. N° 2057

Company name : Wockhardt France (Holdings) SAS												
SECTION A		BREAK-UP OF RECEIVABLES			Gross amount 1		A year or less 2		Over a year 3			
FIXED ASSETS	Receivables in connection with shares			UL		UM		UN				
	Loans (1) (2)			UP	0	UR		US		0		
	Other financial assets			UT	4 000	UV	0	UW		4 000		
CURRENT ASSETS	Bad and doubtful trade receivables			VA								
	Other trade receivables - considered good			UX	18 426		18 426			0		
	Receivables related to shares on loan * UO			Z1								
	Staff and related accounts			UY	0					0		
	Social security and other social welfare organizations			UZ	0		0					
	Treasury and other public authorities	Corporate tax			VM	16 547		16 547				
		VAT			VB	19 011		19 011				
		Other taxes, contributions and related costs*			VN	0		0				
		Miscellaneous			VP							
	Related parties (2)			VC	454 056		454 056					
	Miscellaneous receivables			VR	0		0					
	Prepayments			VS	0		0					
	TOTAL				VT	512 041	VU	508 041	VV	4 000		
FOOTNOTES	(1)	Amount of - Loans granted during the period		VD								
		- Reimbursements cashed in during the period		VE								
	(2)	Loans and advances to share-holders (individuals)		VF								
SECTION B		BREAK-UP OF PAYABLES			Gross amount (1)		A year or less (2)		1to 5 years (3)		Over 5 years (4)	
Convertible debenture loan (1)			7Y									
Other debenture loans (1)			7Z									
Borrowings and overdraft facilities from banks and financial institutions (1)	up to 1 year originally		VG	100		100						
	over 1 year originally		VH	41 192 516		13 912 516		27 280 000		0		
Miscellaneous borrowings and financial liabilities (1) (2)			8A	33 048 237		65 092		5 694 943		27 288 201		
Trade payables and related accounts			8B	412 641		412 641						
Staff and related accounts			8C	0		0						
Social security and other social welfare organizations			8D	20 727		7 219		13 508				
Treasury and other public authorities	Corporate tax		8E	0		0						
	VAT		VW	1 263		1 263						
	Pledged bonds		VX									
	Other taxes, contributions and related costs		VQ	121		121						
Payables on fixed assets and related accounts			8J									
Related parties (2)			VI	1 026 152		0				1 026 152		
Miscellaneous payables			8K	5 381 135						5 381 135		
Payables related to shares borrowed *			SZ									
Deferred income			8L									
TOTAL				VY	81 082 892	VZ	14 398 952	32 988 451		33 695 489		
FOOTNOTES	(1)	Borrowings contracted during the period		VJ	5 021 360	(2)	Amount of the various borrowings & liabilities contracted from individuals		VL			
		Borrowings reimbursed during the period		VK	13 730 839							

BREAK-UP OF ACCRUED EXPENSES

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

ACCRUED EXPENSES	Amount
EXTERNAL PURCHASES : 408 273,20	
. Consultancy fees AJAssociés	26 574,26
. Consultancy fees auditors	43 136,93
. Travel expenses	800,00
. Registrar fees	54,42
. Bank charges	100,00
. Interests accrued on ICICI loan	272 515,85
. Interests accrued on inter-company loans (Laboratoires Negma+Phytex)	4 680,78
. Interests accrued on inter-company loans (Wockhardt Bio AG)	60 410,96

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

RELATED PARTY BALANCES AND TRANSACTIONS :

ASSETS :

- On the line « Trade Receivables », the other companies in the Group amount to 7 722,77 € (Laboratoires Negma et Pharma 2000) and 10 703.44 € (Pinewood Laboratories and Wockhardt Bio AG) .
- On the line « Other Receivables », cash advances to other companies feature for 454 056,00 €.
- Regarding the line "Other shares", the break-up of shareholding by subsidiary is detailed on the following page.

LIABILITIES :

- On the line « Borrowings and other financial debts », the subsidiaries feature for :
 - 17 987 579,01 € on loan from LABORATOIRES NEGMA,
 - 1 000 246,57 € on loan from PHYTEX,
 - 14 060 410.96 € on loan from WOCKHARDT BIO AG.
- On the line « Trade Payables », the debt towards other entities in the Group amount to 322 616,69 €.
- On the line « Other Payables », the amount due to related parties comes to 6 407 287,52 € comprising of :
 - 1 026 152,23 € of cash advances,
 - 5 381 135,29 € resulting from the cancellation of cash-pooling contracts.

PROFIT AND LOSS ACCOUNT:

- Administrative services expenses : 48 981,80 €,
- Interests on loans from LABORATOIRES NEGMA and PHYTEX :18 983,14 €,
- Interests on loans from WOCKHARDT BIO AG :194 897,27 €
- Management fees billed to LABORATOIRES NEGMA and PHARMA 2000 amount to : 45 205.74 €
- Management fees billed to PINEWOOD LABORATORIES come to :9 704.50 €
- Miscellaneous services invoiced to Wockhardt Bio AG amount to 12 000 €.

BALANCE SHEET NOTES
LIST OF SUBSIDIARIES, ASSOCIATES AND INTERESTS

Appendix 3

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

Name & address	Share capital	Equity (other than share capital)	% of share ownership	Book value of shares		Loans & cash advances granted and not yet recovered	Value of guarantees and pledges issued by the company	Turnover in financial year (before VAT)	Profit or loss in the financial year	Dividends booked in the financial year
				gross	net					
SAS LABORATOIRES NEGMA 1 Bis Av. J. D'Alembert 78990 ELANCOURT	28 868 371 €	3 726 065 €	100%	68 447 491 €	32 594 649 €	0	Néant	7 478 075 €	723 671 €	1 572 585 €
SAS LABORATOIRES PHARMA 2000 1 Bis Av. J. D'Alembert 78990 ELANCOURT	182 400 €	-4 000 744 €	100%	6 628 212 €	6 628 212 €	0	Néant	243 396 €	463 275 €	- €
NEGMA BENELUX Rue du Cours d'Eau, 10 1428 LILLOIS - Belgique	74 400 €	-6 655 €	54%	488 639 €	0 €	0	Néant	0 €	-25 266 €	- €
SAS NIVERPHARM 1 Bis Av. J. D'Alembert 78990 ELANCOURT	160 000 €	-3 739 171 €	100%	31 077 406 €	0 €	0	Néant	68 004 €	-47 630 €	- €
SAS PHYTEX 1 Bis Av. J. D'Alembert 78990 ELANCOURT	1 071 000 €	-992 826 €	100%	697 827 €	-0 €	0	Néant	0 €	-2 945 €	- €
TOTAL				107 339 575 €	39 222 860 €			7 789 475 €	1 111 105 €	1 572 585 €

BALANCE SHEET NOTES
EQUITY

Appendix 3

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

Equity as at 01/04/2017	- 47 864 026,92 €
. Dividends distributed	
. Others	- €
. Net result	6 554 169,38 €
Equity as at 31/03/2018	- 41 309 857,54 €

OFF-BALANCE SHEET COMMITMENTS

Appendix 4

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

1. GUARANTEES GRANTED

None

2. GUARANTEES RECEIVED

None

3. LIABILITIES SECURED BY PLEDGE AGREEMENTS

a. Loans

PLEGDES	BENEFICIARY	GUARANTEED BY	NATURE OF LIABILITY	ORIGINAL AMOUNT As at May 07	Balance As at 31.03.2018	Under a year	Over a year
<u>Liabilities secured by pledge agreements</u>							
- Pledge of 275 409 NEGMA shares - Pledge of 10 000 NIVERPHARM shares - Pledge of 11 400 PHARMA 2000 shares - Pledge of 7 000 PHYTEX shares - Pledge of 1 607 NEGMA-BENELUX shares	ICICI BANK Ltd SINGAPORE BRANCH	WOCKHARDT FRANCE HOLDINGS	Loan	110 000 000 €	40 920 000 €	13 640 000 €	27 280 000 €
<u>Pledge end</u>	When loan is fully reimbursed						

b. Financial lease

None

4. COMMITMENTS OF FUTURE PAYMENTS

None

Entity name : SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

1. BREAK-UP OF THE SHARE CAPITAL

As at 31.03.2018, the share capital amounts to 60 100 000 €, made up of 601 000 shares, each with a nominal value of 100 €.

2. AUDITOR'S FEES

The annual auditing fees of CERA as at 31/03/18 come to 35 948 € before VAT.

3. DEFERRED TAX

Deferred tax is not applicable to the company.

4. HEADCOUNT

The entity doesn't employ any staff.

5. RELATED PARTIES

The data concerning related parties is detailed in the previous appendix including : list of subsidiaries, associates and interests, paragraph on prepayments, receivables and debts (cf appendix 1, accounting rules and methods) and the various appendixes to the financial statements. Wockhardt France Holding is itself included in the scope of consolidation of Wockhardt Bio AG (Swiss) at level 1 and Wockhardt Limited (India) at level 2.

6. CONSOLIDATED CORPORATE TAX

Since 1st July 2007, Wockhardt France Holdings is the mother company of a group that has elected to file a consolidated corporate tax return for all its affiliates. The consolidated tax option chosen is governed by an agreement based on the neutrality principle ; therefore:

- **In the event of gains** : the tax burden will be accounted for as if the entity was being taxed individually.
- **In the event of losses** : the resulting tax saving will be booked as a proceed in the books of the mother company.

There will be no adjustments in the event that an entity exits the Group.

The accumulated tax deficits of the company amount to 51 038 732,65 €, including 788 929 € that originate before the set-up of the consolidated tax group. The tax deficit of the company for the financial year closed 31/03/18 comes to 1 128 497,04 €.

The total deficits used up for year ending 31/03/18 come to 180 566 € leaving a balance of Group deficits of 18 482 206.38€.

SALES BREAK-UP (K€)**Appendix 6**

Entity name: SAS WOCKHARDT FRANCE HOLDINGS

Fiscal year ending: 31st March 2018

Details	Domestic turnover in K€	Export turnover in K€	Total as at 31/03/2018	Total as at 31/03/2017	%
Sale of pharmaceutical products					
Sale of raw & packaging material					
Sale of services	45	22	67	32	107%
TOTAL	45	22	67	32	107%