

To
Board of Directors
Wockhardt Limited
Mumbai

AUDIT REPORT on Financial Statements of
Wockhardt Europe Limited, British Virgin Islands
for the year ended March 31, 2022

Wockhardt Europe Limited is direct subsidiary company of Wockhardt Limited, India. Wockhardt Europe Limited is incorporated in British Virgin Islands.

This report is furnished, at the request of the management of Wockhardt Limited, solely for the purpose of meeting with the requirements of consolidation of the accompanying financial statements of Wockhardt Europe Limited with the financial statements of Wockhardt Limited, the ultimate Holding Company. The financial statements dealt with by this report comprise the Balance Sheet as at March 31, 2022 and Statement of Profit & Loss for the year ended on that date.

Accordingly, as aforesaid, at the request of the management of Wockhardt Limited, we furnish this report on the accompanying financial statements of Wockhardt Europe Limited.

These financial statements are the responsibility of the management of Wockhardt Europe Limited and Wockhardt Limited. And these have been prepared on the basis of accounts maintained by Wockhardt Europe Limited outside India.

Our responsibility is to express an opinion on these financial statements solely for the purpose of their consolidation as aforesaid with the financial statements of Wockhardt Limited.

We have conducted our audit of the financial statements on the basis of accounting returns received from the office of Wockhardt Europe Limited (not visited by us) and information and explanations furnished and on the basis of such checks as were considered appropriate, and in the light of generally accepted accounting principles prevalent in India and in the light of materiality.

Based on our audit in the manner aforesaid and the fact that we have conducted our audit on the basis of accounting returns received from Wockhardt Europe Limited whose office has not been visited by us, and to the best of our information and according to the explanations given to us, we are of the opinion that the financial statements give a true and fair view:

- (a) in the case of the balance sheet, of the state of affairs of Wockhardt Europe Limited as at March 31, 2022; and
- (b) in the case of the statement of profit and loss account, of the loss for the year then ended.

For J.L. Thakkar & Co.
Firm Regn No. 110898W
Chartered Accountants



J.L. Thakkar – M.No.032318
Proprietor



Mumbai / 25th April, 2022

UDIN: 22032318AHYRXM3958

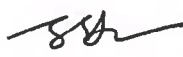
WOCKHARDT EUROPE LIMITED
BALANCE SHEET AS AT MARCH 31, 2022
 (All amounts in Sterling Pounds unless otherwise stated)

	Notes	As at 31.03.2022	As at 31.03.2021
ASSETS			
NON-CURRENT ASSETS			
Financial assets:			
Investment in subsidiaries	3	45,592	45,592
		<u>45,592</u>	<u>45,592</u>
CURRENT ASSETS			
Financial assets:			
Cash and cash equivalents	4	15,313	15,313
Loans	5	922,075	922,075
Other Current Financial assets	6	7,901	7,901
		<u>945,289</u>	<u>945,289</u>
TOTAL		<u><u>990,881</u></u>	<u><u>990,881</u></u>
EQUITY AND LIABILITIES			
EQUITY			
Share capital	7	1,307,368	1,307,368
Other Equity	8	(319,412)	(316,487)
		<u>987,956</u>	<u>990,881</u>
LIABILITIES			
CURRENT LIABILITIES			
Financial liabilities			
Trade Payables	9	2,925	-
TOTAL		<u><u>990,881</u></u>	<u><u>990,881</u></u>

Significant accounting policies 2
 The accompanying notes form an integral part of these Financial Statements.

As per our attached report of even date

For J.L. Thakkar & Co.
 Chartered Accountants
 Firm's Registration No: 110898W


J.L. Thakkar
 Proprietor
 Membership No: 32318
 Place : Mumbai
 Date: April 25, 2022



For and on behalf of the Board of directors
 Wockhardt Europe Limited


Ajay Sahni
 Director
 Place: Zug

DocuSigned by:

 6BDCDF7AFB3C493...
Ravindra Limaye
 Director
 Place: Wrexham

WOCKHARDT EUROPE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts in Sterling Pounds unless otherwise stated)

	Notes	For the year ended 31.03.2022	For the year ended 31.03.2021
Other income- Miscellaneous income		-	1,712
INCOME		-	1,712
EXPENSES			
Audit Fees		-	-
Legal and Professional fees		2,925	2,925
Bank charges		-	25
Foreign Exchange (Gain)/Loss		-	-
		2,925	2,950
NET PROFIT/(LOSS)FOR THE YEAR BEFORE TAX		(2,925)	(1,238)
Taxation:			
Current tax		-	-
Deferred tax		-	-
		(2,925)	(1,238)
NET PROFIT/(LOSS)FOR THE YEAR AFTER TAX		(2,925)	(1,238)
Other Comprehensive Income		-	-
TOTAL COMPREHENSIVE INCOME		(2,925)	(1,238)
Earning per Ordinary shares of £1 each, fully paid-up			
Basic in Sterling pounds	10	(0.002)	(0.001)
Diluted in Sterling pounds	10	(0.002)	(0.001)

Significant accounting policies 2

The accompanying notes form an integral part of these Financial Statements.

As per our attached report of even date

For J.L. Thakkar & Co.
Chartered Accountants
Firm's Registration No: 110898W



J.L. Thakkar
Proprietor
Membership No: 32318
Place : Mumbai
Date: April 25, 2022



For and on behalf of the Board of directors
Wockhardt Europe Limited



Ajay Sahni
Director
Place: Zug

DocuSigned by:
Ravi Limaye
6BDCDE7AFB3C493...
Ravindra Limaye
Director
Place: Wrexham

WOCKHARDT EUROPE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts in Sterling Pounds unless otherwise stated)

Ordinary Share Capital

Balance as at April 01, 2021	Changes in equity share capital due to prior period errors	Restated balance as at April 01, 2021	Changes in equity share capital during the year	31-Mar-22
1,307,368	-	1,307,368	-	1,307,368

Balance as at April 01, 2020	Changes in equity share capital due to prior period errors	Restated balance as at April 01, 2020	Changes in equity share capital during the year	31-Mar-21
1,307,368	-	1,307,368	-	1,307,368

Other equity

	Reserves and Surplus		Total
	Capital reserve	Retained earnings	
Balance as on April 1, 2020	1,564,519	(1,879,767)	(315,248)
Profit/(Loss) for the year	-	(1,238)	(1,238)
Other Comprehensive income for the year	-	-	-
Balance as on March 31, 2021	1,564,519	(1,881,006)	(316,487)
Profit/(Loss) for the year	-	(2,925)	(2,925)
Other Comprehensive income for the year	-	-	-
Total comprehensive Income	-	(2,925)	(2,925)
Balance as on March 31, 2022	1,564,519	(1,883,932)	(319,412)

Nature and purpose of reserves**Capital Reserve:**

The reserve comprises of amounts created on buyback of its own shares.

As per our attached report of even date

For J.L. Thakkar & Co.
Chartered Accountants
Firm's Registration No: 110898W



J.L. Thakkar
Proprietor
Membership No: 32318
Place : Mumbai
Date: April 25, 2022

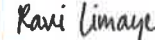


For and on behalf of the Board of directors
Wockhardt Europe Limited



Ajay Sahai
Director
Place: Zug

DocuSigned by:



6BDCDF7AFB3C493...

Ravindra Limaye
Director
Place: Wrexham

WOCKHARDT EUROPE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts in Sterling Pounds unless otherwise stated)

	For the year ended 31.03.2022	For the year ended 31.03.2021
A. Cash flows from operating activities		
Net profit/(loss) before tax	(2,925)	(1,238)
Adjustments for:		
Operating profit before Working Capital changes	<u>(2,925)</u>	<u>(1,238)</u>
Movement in working capital:		
(Increase)/Decrease in Loans and advances and other assets	-	-
Increase /(Decrease) in Current liabilities and provisions	<u>2,925</u>	<u>(1,712)</u>
Cash Generated/(used in) from Operations	<u>-</u>	<u>(2,950)</u>
Taxes paid	-	-
Net cash from/(used in) Operating Activities	<u>-</u>	<u>(2,950)</u>
B. Cash flows from Investing Activities		
Interest Received	-	-
Loan given to Companies repaid back	-	-
Net cash from Investing activities	<u>-</u>	<u>-</u>
C. Cash flows from Financing Activities		
Net increase/(decrease) in cash and cash equivalents	-	(2,950)
Cash and Cash Equivalents at beginning of year	<u>15,313</u>	<u>18,263</u>
Cash and Cash Equivalents at end of year	<u>15,313</u>	<u>15,313</u>
Components of cash and cash equivalents		
With banks - in current account	<u>15,313</u>	<u>15,313</u>

As per our attached report of even date

For J.L. Thakkar & Co.
Chartered Accountants
Firm's Registration No: 110898W



J.L. Thakkar
Proprietor
Place : Mumbai
Date: April 25, 2022



For and on behalf of the Board of directors
Wockhardt Europe Limited



Ajay Sahni
Director
Place: Zug

DocuSigned by:
Ravi Limaye
8BDCDF7AFB3C493...
Ravindra Limaye
Director
Place: Wrexham

WOCKHARDT EUROPE LIMITED**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022**

(All amounts are of Sterling Pounds unless otherwise stated)

	As at 31.03.2022	As at 31.03.2021
3 Investments in unquoted Equity shares		
Subsidiaries- at cost		
1,500,000 (Previous year - 1,500,000) equity shares of Wockhardt Nigeria Limited of 10 Naira each fully paid-up (including 1 share held in the name of the nominee of the Company)	45,592	45,592
Others- at FVTPL		
87,023 (Previous year - 87,023) equity shares of Wockhardt Pharmaceutica Do Brazil Ltda of Brazilian Ria 1 each fully paid-up	14,898	14,898
Less: Diminution in investment	<u>(14,898)</u>	<u>(14,898)</u>
	-	-
TOTAL	<u>45,592</u>	<u>45,592</u>
Aggregate book value of unquoted investments	<u>45,592</u>	<u>45,592</u>
4 Current Financial Asset- Cash and Cash equivalents		
Bank balances		
in current account	15,313	15,313
TOTAL	<u>15,313</u>	<u>15,313</u>
5 Current Financial Asset- Loans		
Loan to fellow subsidiary, Unsecured considered good	922,075	922,075
	<u>922,075</u>	<u>922,075</u>
6 Current Financial Asset- Others		
Receivables	7,901	7,901
	<u>7,901</u>	<u>7,901</u>



WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts are of Sterling Pounds unless otherwise stated)

	As at 31.03.2022	As at 31.03.2021
7 Share Capital		
Authorised Share Capital		
20,000,000 Ordinary shares of £1 each	<u>20,000,000</u>	<u>20,000,000</u>
Issued, subscribed and fully paid		
1,307,368 (Previous Year - 1,307,368) Ordinary shares of £1 each, fully paid-up	<u>1,307,368</u>	<u>1,307,368</u>
The above 1,307,368 (Previous year - 1,307,368) equity shares are held by Wockhardt Limited, the Holding Company including two fully paid shares of par value held in the name of the nominees of the Company.		
8 Other Equity		
Capital Reserve	1,564,519	1,564,519
Retained Earnings:		
Opening balance	(1,881,006)	(1,879,767)
Add: Net profit for current year	(2,925)	(1,238)
Closing balance	<u>(1,883,931)</u>	<u>(1,881,006)</u>
TOTAL	<u>(319,412)</u>	<u>(316,487)</u>
9 Current Financial Liabilities		
Trade Payables	2,925	-
TOTAL	<u>2,925</u>	<u>-</u>

9.1 Trade Payables ageing schedule

	As at March 31, 2022	
	Less than 1 year	Total
(i) Outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	2,925	2,925
(iii) Disputed outstanding dues of micro enterprises and small enterprises	-	-
(iv) Disputed total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Total	2,925	2,925
	As at March 31, 2021	
	Less than 1 year	Total
(i) Outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(iii) Disputed outstanding dues of micro enterprises and small enterprises	-	-
(iv) Disputed total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Total	-	-



WOCKHARDT EUROPE LIMITED**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022**

(All amounts are of Sterling Pounds unless otherwise stated)

	For the year ended 31.03.2022	For the year ended 31.03.2021
10 Earnings per share		
The calculations of Earnings per share (EPS) (basic and diluted) are based on the earnings and number of shares as computed below:		
Reconciliation of earnings		
Profit/ (Loss) after tax	(2,925)	(1,238)
Net Profit/(loss) for calculation of basic/diluted EPS	<u>(2,925)</u>	<u>(1,238)</u>
Reconciliation of number of shares		
Weighted average number of shares in calculating Basic EPS	1,307,368	1,307,368
Weighted average number of shares in calculating diluted EPS	1,307,368	1,307,368
Ordinary shares of £1 each, fully paid-up		
Basic in Sterling pounds	(0.002)	(0.001)
Diluted in Sterling pounds	(0.002)	(0.001)



WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts are of Sterling Pounds unless otherwise stated)

11 RELATED PARTY DISCLOSURES (as per Ind AS 24)

a) **Holding company**
 Wockhardt Limited

b) **Fellow subsidiary**
 Wockhardt Bio AG

c) **Subsidiary**
 Wockhardt Nigeria Limited

d) **Key Managerial personnel**
 Ajay Sahni
 Ravindra Limaye

	For the year	
	ended	For the year ended
	31.03.2022	31.03.2021

e) **Transactions during the year (All the amounts mentioned below are the contractual amounts based on arrangements with the respective parties)**
 Loan repaid by Wockhardt Bio AG

	As at	As at
	31.03.2022	31.03.2021

f) **Related Party Balances**
 (All the amounts mentioned below are the contractual amounts based on arrangements with the respective parties. Where such amounts are different from carrying amount as per Ind AS Financial Statement, their carrying amounts have been disclosed additionally)

Receivable from Fellow Subsidiary - Wockhardt Bio AG
 Contractual amount
 Carrying amount

922,075	922,075
922,075	922,075



WOCKHARDT EUROPE LIMITED**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022**

(All amounts are of Sterling Pounds unless otherwise stated)

12 FINANCIAL INSTRUMENTS - FAIR VALUES**A. Accounting classification and fair values**

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

March 31, 2022	Carrying amount				Total Fair value
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total	Total
Financial Assets					
Loans			922,075	922,075	922,075
Cash and cash equivalents			15,313	15,313	15,313
Total	-	-	945,289	945,289	945,289
Financial Liabilities					
Trade Payables			2,925	2,925	2,925
Total	-	-	2,925	2,925	2,925

March 31, 2022	Fair value			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Financial Assets				
Loans given	-	-	-	-
Cash and cash equivalents	-	-	-	-
Other current financial assets	-	-	-	-
Total	-	-	-	-
Financial Liabilities				
Trade Payables	-	-	-	-
Total	-	-	-	-



WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts are of Sterling Pounds unless otherwise stated)

March 31, 2021	Carrying amount			Total	Total Fair value
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost		Total
Financial Assets					
Loans	-	-	922,075	922,075	922,075
Cash and cash equivalents	-	-	15,313	15,313	15,313
Total	-	-	945,289	945,289	945,289
Financial Liabilities					
Trade Payables	-	-	-	-	-
Total	-	-	-	-	-

March 31, 2021	Fair value			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Financial Assets				
Loans	-	-	-	-
Cash and cash equivalents	-	-	-	-
Total	-	-	-	-
Financial Liabilities				
Trade Payables	-	-	-	-
Total	-	-	-	-



WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
(All amounts are of Sterling Pounds unless otherwise stated)

12 FINANCIAL INSTRUMENTS - FAIR VALUES (continued...)

Measurement of fair values:

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of the loan given is estimated by discounting cash flows using rates currently available for debt/instruments on similar terms, credit risks and remaining maturities. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value.

The following tables show the valuation techniques used in measuring Level 2 fair values, as well as the significant inputs used.

Financial instruments measured at fair value

Type	Valuation technique
Loans	Discounted cash flows: The valuation model considers the present value of expected receipt discounted using appropriate discounting rates.



WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
 (All amounts are of Sterling Pounds unless otherwise stated)

12 FINANCIAL RISK MANAGEMENT

The Company has exposure to the following risks arising from financial instruments:

- Liquidity risk ; and
- Credit risk ;
- Market risk

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment

1. Liquidity risk

The following tables detail the remaining contractual maturities at the end of the reporting period of the Company, which are based on contractual and undiscounted cash flows and the earliest date the Company can be required to pay. The Company manages liquidity risk by maintaining adequate reserves and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities

March 31, 2022	<i>Contractual cash flows</i>					
	Book values	Total cash flows	Upto 1 year	1-3 years	3-5 years	More than 5 years
Financial liabilities						
Trade Payables	2,925	2,925	2,925	-	-	-
	2,925	2,925	2,925	-	-	-



WOCKHARDT EUROPE LIMITED**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022**

(All amounts are of Sterling Pounds unless otherwise stated)

i. Liquidity risk (continued...)

March 31, 2021	Book values	Total	Contractual cash flows			
			Upto 1 year	1-3 years	3-5 years	More than 5 years
Financial liabilities						
Trade Payables	-	-	-	-	-	-
	-	-	-	-	-	-

ii. Credit risk

Credit risk encompasses the direct risk of default, the risk of deterioration of creditworthiness as well as concentration risks. It principally arises from deposits with banks and loans and receivables. The Company does not have any trade receivables. Loans given mainly comprise of loan given to fellow subsidiary. The Company perceives negligible risk in the recoverability of the loan.

iii. 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. Market risk comprises of three types of risks- interest rate risk, currency price risk and other price risk, such as equity price risk and commodity risk. The Company does not have any significant currency price risks, interest rate risks or other price risks.

13 Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company. The Company determines the amount of capital required on the basis of annual and long-term strategic plans. The Company's policy is aimed at combination of short-term and long-term borrowings. The Company presently has no borrowings.




WOCKHARDT EUROPE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022
(All amounts are of Sterling Pounds unless otherwise stated)

- 14 Contingent liabilities as on March 31, 2022 is Nil (Previous year - Rs. Nil)
- 15 There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.
- 16 Previous year figures have been regrouped where necessary to conform to current year's classification.

As per our attached report of even date

For J.L. Thakkar & Co.
Chartered Accountants
Firm's Registration No: 110898W


J.L. Thakkar
Proprietor
Membership No: 32318
Place : Mumbai
Date: April 25, 2022



For and on behalf of the Board of directors
Wockhardt Europe Limited


Ajay Sahni
Director
Place: Zug

DocuSigned by:

68DCDF7AFB3C493...
Ravindra Limaye
Director
Place: Wrexham