

# ***Shridhar & Associates***

## ***Chartered Accountants***

Date: 13<sup>th</sup> March, 2025

To,  
IDBI Trusteeship Services Limited  
Universal Insurance Building,  
Ground Floor, Sir P.M. Road,  
Fort, Mumbai-400 001

**Security Coverage certificate as per SEBI circular dated May 16, 2024 & in terms of regulation 54 read with Regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (the “Regulations”) for the Quarter ended December 31, 2024 in respect of Torrent Pharmaceuticals Limited.**

The IDBI Trusteeship Services Limited (ITSL) (referred to as the Company's Debenture Trustee') has requested us by engagement letter dated May 03, 2023, to certify the particulars in Annexure I containing the accompanying Security Cover Certificate as on December 31, 2024 (the 'Statement') of M/s Torrent Pharmaceuticals Limited (the 'Company'). This Statement has been prepared by the Company and certified by the company's statutory auditor to comply with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended till date (referred to as the 'Regulations') for the purpose of its onward submission to the "Security Exchange Board of India" (SEBI) (referred to as the "Regulatory Authority").

### **Management's responsibility for the Statement**

1. The preparation and presentation of the accompanying the 'Statement' from the books of accounts audited financial results of the Company for the quarter ended December 31, 2024, and other relevant records and documents is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.
2. The Management is also responsible for maintenance of Security cover and complies with the requirements of the Regulations and the Debenture Trust Deeds.

**The Debenture Trustee's responsibility for the Statement**

3. ITSL on quarterly basis provide the certified market value of assets which are offered as security based on the due diligence carried out by it or its appointed agencies, as applicable.
4. To provide the particulars contained in the aforesaid statement with respect to book value of assets charged against the listed debt securities issued by the Company are in agreement with the audited books of accounts, audited financial results for the quarter ended December 31, 2024, and other relevant records and documents maintained by the Company,

**Independent Chartered Accountants responsibility for the Statement**

5. We have undertaken independent evaluation of the financial statements, specified elements, accounts or items thereof, for the purpose of this report to ascertain the security cover available. Accordingly, our opinion is limited to the evaluation and ascertaining the security cover available for the Listed NCD issued by the Company wherein ITSL is the Debenture Trustee .
6. Pursuant to the request from ITSL being the company's Debenture Trustee, it is our responsibility to provide limited assurance on whether the Company has maintained the required Security cover (as set out in the Statement) as per the requirements of Debenture Trust Deeds (DTDs) for all outstanding listed NCDs and nothing has come to our attention that causes us to believe that the Statement and calculation thereof is not arithmetically accurate.
7. We have performed the following procedures in relation to the Statement:
  - i. Read the information memorandum and debenture trust deed in relation the non-convertible debentures issued by the Company to assess the nature of the debentures i.e., secured or unsecured;
  - ii. Examined and verified the arithmetical accuracy of the Computation of security cover in the accompanying Statement;
  - iii. Compares the Security Cover with the Security Cover required to be maintained as per information memorandum and/or Debenture Trust Deed;
8. The Audited Financial Results for the quarter ended December 31, 2024, was reviewed by statutory auditor of the Company in accordance with the Standards on Review Engagements

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("SRE") 2410 'Review of Interim Financial Information by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India ("ICAI"). Those standards requires that the auditor plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement.

9. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (the "Guidance Note") issued by the Institute of Chartered Accountant of India (ICAI) and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 in so far as applicable for the purpose of this Certificate, which includes the concepts of test checks and materiality. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
10. We have complied with the relevant applicable requirements of the Standard on Quality Control ('SQC') 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Conclusion:-**

11. Based on the procedures mentioned above, according to information and Explanation given to us by the management of the Company:
  - i. The Financial information as stated in the security cover certificate as of December 31, 2024 extracted from the Audited Standalone Financial Results of the Company for the quarter ended December 31, 2024.
  - ii. The security cover provided by the Company is 1.95 times (market value) of the amount borrowed through non-convertible debentures is in accordance with the terms of the issue.

### **Restriction on use**

12. This certificate has been issued at the request of the ITSL (company's debenture trustee) with the aforesaid Regulations. As a result, this certificate may not be suitable for any other purpose and is intended solely and entirely for the above-mentioned purpose. Accordingly, our certificate should not be quoted or referred to in any other document or made available to any other person or persons without our prior written consent. Also, we neither accept nor assume any duty or liability for any other purpose or to any other party to whom our certificate is shown or into whose hands it may come without our prior consent in writing.

# ***Shridhar & Associates***

## ***Chartered Accountants***

**For SHRIDHAR AND ASSOCIATES,  
CHARTERED ACCOUNTANT**

Firm Reg. No: 134427W

**HEMANT  
VINAYAK  
PHATAK**

Digitally signed by  
HEMANT VINAYAK  
PHATAK  
Date: 2025.03.13  
15:17:28 +05'30'

**Hemant Phatak**

PARTNER

Membership No: 160832

UDIN – 25160832BBIKWE5287

Mumbai

**Torrent Pharmaceutical limited**  
**Annexure 1**  
**Security Cover as per Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on 31st**  
**December, 2024**

(Rs in Crores)

| Column A                                            | Column B                                                                                                                                                                                                                                        | Column C                                     | Column D           | Column E                                     | Column F                                                                                                                       | Column G                                                                              | Column H                       | Column I                                                                        | Column J         | Column K                                                | Column L                                                                                              | Column M                                 | Column N                                                                                              | Column O                    |
|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------|----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------|---------------------------------------------------------------------------------|------------------|---------------------------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------|-------------------------------------------------------------------------------------------------------|-----------------------------|
| Particulars                                         | Description of asset for which this certificate relates                                                                                                                                                                                         | Exclusive Charge                             | Exclusive Charge   | Part-Pass Charge                             | Part-Pass Charge                                                                                                               | Part-Pass Charge                                                                      | Assets not offered as Security | Elimination (amount in negative)                                                | (Total C to H)   | Related to only those items covered by this certificate |                                                                                                       |                                          |                                                                                                       |                             |
|                                                     |                                                                                                                                                                                                                                                 | Debt for which this certificate being issued | Other Secured Debt | Debt for which this certificate being issued | Assets shared by part pass debt holder (includes debt for which this certificate is issued & other debt with part-pass charge) | Other assets on which there is part-pass charge (excluding items covered in column F) |                                | Debt amount considered more than asset (due to exclusive plus part-pass charge) |                  | Market value for assets charged on exclusive basis      | Carrying book value for exclusive charge assets where market value is not ascertainable or applicable | Market Value for Part-pass charge Assets | Carrying book value for part-pass charge assets where market value is not ascertainable or applicable | Total Value (K + L + M + N) |
|                                                     |                                                                                                                                                                                                                                                 | Book Value                                   | Book Value         | Yes/No                                       | Book Value                                                                                                                     | Book Value                                                                            |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          | Referring to Column F                                                                                 |                             |
| <b>Assets</b>                                       |                                                                                                                                                                                                                                                 |                                              |                    |                                              |                                                                                                                                |                                                                                       |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          |                                                                                                       |                             |
| Property, Plant & Equipment                         | First part-pass charge on the Company's identified immovable and intangible fixed assets with a security cover of 0.25 times and first part-pass charge on identified trademarks in the name of the company with a security cover of 1.1 times. | -                                            | -                  | Yes                                          | 677.00                                                                                                                         | 689.00                                                                                | 1,768.00                       | -                                                                               | 3,053.00         | -                                                       | -                                                                                                     | -                                        | 677.00                                                                                                | 677.00                      |
| Patented Stock in Business                          |                                                                                                                                                                                                                                                 | -                                            | -                  | Yes                                          | 30.00                                                                                                                          | 13.00                                                                                 | 703.00                         | -                                                                               | 283.00           | -                                                       | -                                                                                                     | -                                        | 30.00                                                                                                 | 30.00                       |
| Right to use assets                                 |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | 13.00                                                                                 | 99.00                          | -                                                                               | 112.00           | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Goodwill                                            |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 324.00                         | -                                                                               | 624.00           | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Intangible Assets                                   |                                                                                                                                                                                                                                                 | -                                            | -                  | Yes                                          | 4,065.00                                                                                                                       | -                                                                                     | -                              | -                                                                               | 4,065.00         | -                                                       | -                                                                                                     | 2,310.00                                 | -                                                                                                     | 2,310.00                    |
| Intangible Assets under development                 |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 27.00                          | -                                                                               | 27.00            | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Investment                                          |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 547.00                         | -                                                                               | 547.00           | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Lease                                               |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 7.00                           | -                                                                               | 7.00             | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Inventory                                           |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 1,520.00                       | -                                                                               | 1,520.00         | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Trade Receivables                                   |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 2,061.00                       | -                                                                               | 2,061.00         | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Cash & Cash Equivalents                             |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 85.00                          | -                                                                               | 85.00            | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Bank Balances other than Cash and Cash Equivalents  |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | 4.00                           | -                                                                               | 4.00             | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Others                                              |                                                                                                                                                                                                                                                 | -                                            | -                  | Yes                                          | 9.00                                                                                                                           | 1.00                                                                                  | 560.00                         | -                                                                               | 570.00           | -                                                       | -                                                                                                     | -                                        | 9.00                                                                                                  | 9.00                        |
| <b>Total</b>                                        |                                                                                                                                                                                                                                                 | -                                            | -                  | -                                            | <b>4,798.00</b>                                                                                                                | <b>595.00</b>                                                                         | <b>7,249.00</b>                | -                                                                               | <b>12,634.00</b> | -                                                       | -                                                                                                     | <b>2,310.00</b>                          | <b>724.00</b>                                                                                         | <b>3,034.00</b>             |
| <b>Liabilities</b>                                  |                                                                                                                                                                                                                                                 |                                              |                    |                                              |                                                                                                                                |                                                                                       |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          |                                                                                                       |                             |
| Debt Securities to which this certificate relates   |                                                                                                                                                                                                                                                 | -                                            | -                  | Yes                                          | 143.00                                                                                                                         | -                                                                                     | -                              | -143.00                                                                         | -                | -                                                       | -                                                                                                     | -                                        | 143.00                                                                                                | 143.00                      |
| Other Debt sharing part-pass charge with above debt |                                                                                                                                                                                                                                                 | -                                            | -                  | Yes                                          | 1,414.00                                                                                                                       | -                                                                                     | -                              | -                                                                               | 1,414.00         | -                                                       | -                                                                                                     | -                                        | 1,414.00                                                                                              | 1,414.00                    |
| Other Debt                                          |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Subordinated Debt                                   |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Borrowings                                          |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Bank                                                |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Debt Securities                                     |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Others                                              |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Trade Payables                                      |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Other liabilities                                   |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| Provisions                                          |                                                                                                                                                                                                                                                 | -                                            | -                  | No                                           | -                                                                                                                              | -                                                                                     | -                              | -                                                                               | -                | -                                                       | -                                                                                                     | -                                        | -                                                                                                     | -                           |
| <b>Total</b>                                        |                                                                                                                                                                                                                                                 | -                                            | -                  | -                                            | <b>1,557.00</b>                                                                                                                | <b>-</b>                                                                              | <b>-143.00</b>                 | <b>1,414.00</b>                                                                 | <b>-</b>         | <b>-</b>                                                | <b>-</b>                                                                                              | <b>-</b>                                 | <b>1,557.00</b>                                                                                       | <b>1,557.00</b>             |
| Cover on Bank Value                                 |                                                                                                                                                                                                                                                 |                                              |                    |                                              | <b>3.00</b>                                                                                                                    |                                                                                       |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          |                                                                                                       | <b>1.92</b>                 |
| Cover on Market Value                               |                                                                                                                                                                                                                                                 |                                              |                    |                                              | <b>3.00</b>                                                                                                                    |                                                                                       |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          |                                                                                                       |                             |
|                                                     |                                                                                                                                                                                                                                                 | Exclusive Security Cover Ratio               |                    | Part-Pass Security Cover Ratio               |                                                                                                                                |                                                                                       |                                |                                                                                 |                  |                                                         |                                                                                                       |                                          |                                                                                                       |                             |

**Notes :**  
The market value of identified trademarks/brands mentioned in the table above and respective places in the annexure is based on valuation carried out by independent valuer on March 31, 2022.