

Regd. Office :
'Zydus Tower',
Satellite Cross Roads,
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Phone : +91-79-2686 8100 (20 Lines)
Fax : +91-79-2686 2368
www.zyduscadila.com
CIN:L24230GJ1995PLC025878

BSE Limited 1 st Floor, P.J. Towers Dalal Street <u>Mumbai – 400 001</u>	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East) <u>Mumbai – 400 051</u>
Kind Attn.: Mr. Sanjay Golecha / Mr. Gopalkrishnan	Kind Attn.: Famroze Pochara Asst. Vice President
Code: 532321	Symbol: CADILAHC
Date: May 13, 2016	
Re.: Audited Financial Results [Standalone and Consolidated] for the quarter / year ended on March 31, 2016.	

Dear Sir / Madam,

The Board of Directors (the Board) at its meeting held today, approved the Audited Financial Results (Standalone and Consolidated) for the quarter / year ended on March 31, 2016.

The Board has not recommended final dividend on the equity shares and the interim dividend declared on March 8, 2016 is the final dividend on the equity shares of the Company for the financial Year ended on March 31, 2016.

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the following:

- (i) Statements showing the Audited Financial Results [Standalone and Consolidated] for the quarter / year ended March 31, 2016;
- (ii) Form A (for audit report with unmodified opinion) – Standalone and Consolidated; and



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(iii) Auditor's Report on the Audited Financial Results – Standalone and Consolidated.

Kindly bring the above information to the notice of the members at large.

Thanking you,

Yours faithfully,
FOR CADILA HEALTHCARE LIMITED



UPEN H. SHAH
COMPANY SECRETARY



Encl.: as above

PART I
Statement of Results for the Quarter and Year Ended 31/03/2016

Rupees in Millions					Sr. No.	Particulars	Rupees in Millions				
CONSOLIDATED							COMPANY				
3 Months ended 31/03/2016 (Audited)	Preceding 3 months ended 31/12/2015 (Unaudited)	Corresponding 3 months ended 31/03/2015 in the previous year (Audited)	Year to date figures for the current period ended 31/03/2016 (Audited)	Previous year ended 31/03/2015 (Audited)			3 Months ended 31/03/2016 (Audited)	Preceding 3 months ended 31/12/2015 (Unaudited)	Corresponding 3 months ended 31/03/2015 in the previous year (Audited)	Year to date figures for the current period ended 31/03/2016 (Audited)	Previous year ended 31/03/2015 (Audited)
23,755	23,418	22,472	94,694	84,971	1	Income from operations	13,479	15,850	13,376	64,365	46,861
736	866	411	3,682	1,542	a	Net Sales	812	1,720	1,163	5,988	5,983
24,491	24,284	22,883	98,376	86,513	c	Total income from operations (net)	14,291	17,570	14,539	70,353	52,844
4,508	5,131	4,506	20,362	18,967	2	Expenses	2,544	3,625	2,968	13,320	12,861
3,302	3,095	3,114	12,366	13,970	a	Cost of materials consumed	1,570	1,142	1,267	5,096	4,415
418	(230)	401	42	(971)	b	Purchases of stock-in-trade	(310)	(41)	(54)	502	(760)
3,572	3,175	3,141	13,317	12,085	c	Changes in inventories of finished goods, work-in-progress and stock-in-trade	1,915	1,710	1,501	7,174	6,071
783	770	756	3,022	2,873	d	Employee benefits expense	601	548	555	2,212	2,119
6,877	7,326	6,762	28,460	24,905	e	Depreciation and amortisation expense	4,052	5,032	4,228	18,831	14,916
19,460	19,267	18,680	77,569	71,829	f	Other expenses	10,372	12,016	10,465	47,135	39,622
5,031	5,017	4,203	20,807	14,684	g	Total expenses	3,919	5,554	4,074	23,218	13,222
241	255	204	941	554	3	Profit/ (Loss) from Operations before other income, finance costs and exceptional items (1-2)	585	185	149	1,341	1,852
5,272	5,272	4,407	21,748	15,238	4	Other income	4,504	5,739	4,223	24,559	15,074
100	126	163	486	679	5	Profit/ (Loss) from ordinary activities before finance costs and exceptional items (3+4)	16	62	138	224	428
5,172	5,146	4,244	21,262	14,559	6	Finance costs	4,488	5,677	4,085	24,335	14,646
(8)	9	(14)	25	104	7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	0	0	0	0	0
5,180	5,137	4,258	21,237	14,455	8	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	4,488	5,677	4,085	24,335	14,646
1,259	1,149	707	5,711	2,594	9	Exceptional items	0	0	0	0	0
3,921	3,988	3,551	15,526	11,861	10	Profit/ (Loss) from ordinary activities before tax (7-8)	4,488	5,677	4,085	24,335	14,646
0	0	0	0	0	11	Tax expense	1,108	982	615	4,562	1,935
3,921	3,988	3,551	15,526	11,861	12	Net Profit/ (Loss) from ordinary activities after tax (9-10)	3,380	4,695	3,470	19,773	12,711
0	0	0	0	0	13	Extraordinary items (net of tax expense)	0	0	0	0	0
3,921	3,988	3,551	15,526	11,861	14	Net Profit/ (Loss) for the period (11-12)	3,380	4,695	3,470	19,773	12,711
0	0	21	0	21	15	Pre-acquisition loss transferred to Goodwill arising on consolidation	0	0	0	0	0
(34)	(92)	(68)	(300)	(376)	16	Minority interest	0	0	0	0	0
3,887	3,896	3,504	15,226	11,506	17	Net Profit/ (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13+14+15)	3,380	4,695	3,470	19,773	12,711
1,024	1,024	1,024	1,024	1,024	18	Paid-up equity share capital (Face value Re. 1/-) (Refer Note - 5)	1,024	1,024	1,024	1,024	1,024
52,495			52,495	41,492	19	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year				60,350	44,230
3.80	3.81	3.42	14.87	11.24	19 i	Earnings per share (before extraordinary items) (Refer Note - 5) (not annualised)					
3.80	3.81	3.42	14.87	11.24	a	Basic (Rs.)	3.30	4.59	3.39	19.31	12.42
					b	Diluted (Rs.)	3.30	4.59	3.39	19.31	12.42
3.80	3.81	3.42	14.87	11.24	19 ii	Earnings per share (after extraordinary items) (Refer Note - 5) (not annualised)					
3.80	3.81	3.42	14.87	11.24	a	Basic (Rs.)	3.30	4.59	3.39	19.31	12.42
3.80	3.81	3.42	14.87	11.24	b	Diluted (Rs.)	3.30	4.59	3.39	19.31	12.42

Notes :

- The above results for the quarter/ year ended March 31, 2016 were reviewed by the Audit Committee on May 12, 2016 and then approved by the Board of Directors at their meeting held on May 13, 2016.
- In the consolidated accounts, the accounts of some of the foreign subsidiaries are audited up to December 31, 2015 and subjected to limited review by their auditors for the balance period up to March 31, 2016, wherever applicable.
- M/s. Zydus Healthcare - Sikim, a partnership firm, was converted into a public limited company, namely Zydus Healthcare Limited [ZHL], w.e.f. February 2, 2016, pursuant to which, it had become a subsidiary of the Company. Pursuant to the Scheme of Amalgamation and Arrangement [the Scheme] between ZHL and German Remedies Limited [GRL], which was sanctioned by the Hon'ble High Court of Gujarat vide its order dated March 23, 2016, and effective date being April 1, 2016, ZHL has been amalgamated with GRL w.e.f. the appointed date being, February 2, 2016.
- During the quarter, the Board of Directors have declared an interim dividend of Rs. 3.20/- (@ 320%) per equity share on 1,023,742,600 equity shares of Re. 1/- each for the financial year ended on March 31, 2016.
- During the year, the face value of the equity shares has been sub-divided from Rs. 5/- each to Re. 1/- each per equity share with effect from October 7, 2015, pursuant to the approval of the members through postal ballot process. Consequently, as required by Accounting Standard - 20 "Earning per Share" [EPS], the EPS figures of for all reported periods have been disclosed considering increased number of shares post sub-division.
- In consolidated results, other operating income for the year ended March 31, 2016 includes consideration of Rs. Nil [USD Nil] and for the year ended March 31, 2016 includes consideration of Rs. 867 Millions [USD 13.5 Millions] received by Zydus Pharmaceuticals (USA) Inc., a wholly owned subsidiary company, on sale and transfer of ownership interest in certain Abbreviated New Drug Applications [ANDAs] for generic drug products.
- Exceptional items in the consolidated results include:

Rupees in Millions				
No.	Particulars	3 Months ended 31/03/2016 (Audited)	Preceding 3 months ended 31/12/2015 (Unaudited)	Corresponding 3 months ended 31/03/2015 in the previous year (Audited)
a	Provision for various expenses related to the closure of business operations in Japan	(8)	9	(14)
b	Provision for amount payable to a former supplier for termination of supply contract, pursuant to the order passed by the Hon'ble High Court of Madrid, Spain	0	0	0
c	Payment made under Voluntary Retirement Scheme	0	0	0

- The figures of the quarter ended March 31, 2016 are balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- Figures of previous reporting periods have been regrouped/ reclassified wherever necessary to correspond with the figures of the current reporting period.
- The Company has one segment of activity viz., "Pharmaceuticals".

Audited Statement of Assets & Liabilities				
CONSOLIDATED		Particulars	COMPANY	
Rupees in Millions			Rupees in Millions	
As at current year end 31/03/2016	As at previous year end 31/03/2015		As at current year end 31/03/2016	As at previous year end 31/03/2015
		EQUITY AND LIABILITIES		
		1 Shareholders' funds		
1,024	1,024	a Share capital	1,024	1,024
52,495	41,492	b Reserves and surplus	60,350	44,230
53,519	42,516	Sub-total - Shareholders' funds	61,374	45,254
1,354	1,689	2 Minority Interest	0	0
		3 Non-current liabilities		
8,964	11,504	a Long-term borrowings	4,300	5,836
611	586	b Deferred tax liabilities (net)	1,521	1,236
396	421	c Other long-term liabilities	167	239
1,248	904	d Long-term provisions	965	605
11,219	13,415	Sub-total - Non-current liabilities	6,953	7,916
		4 Current liabilities		
12,109	11,835	a Short-term borrowings	6,043	6,796
13,449	10,909	b Trade payables	8,982	6,713
7,615	6,282	c Other current liabilities	3,629	3,300
898	3,825	d Short-term provisions	549	3,395
34,071	32,851	Sub-total - Current liabilities	19,203	20,204
100,163	90,471	TOTAL - EQUITY AND LIABILITIES	87,530	73,374
		ASSETS		
		1 Non-current assets		
40,575	34,170	a Fixed assets	24,527	21,350
7,321	7,331	b Goodwill on consolidation	0	0
332	332	c Non-current investments	20,122	17,508
7,559	6,371	d Long-term loans and advances	13,646	7,543
0	0	e Other non-current assets	0	0
55,787	48,204	Sub-total - Non-current assets	58,295	46,401
		2 Current assets		
2,331	1,212	a Current investments	1,008	4,583
14,512	15,357	b Inventories	6,575	8,043
16,804	15,884	c Trade receivables	17,033	10,561
6,953	6,699	d Cash and cash equivalents	1,633	1,294
2,441	2,408	e Short-term loans and advances	1,804	2,019
1,335	707	f Other current assets	1,182	473
44,376	42,267	Sub-total - Current assets	29,235	26,973
100,163	90,471	TOTAL - ASSETS	87,530	73,374

By Order of the Board,
For Cadila Healthcare Limited,



Pankaj R. Patel
Chairman & Managing Director

PART I
Statement of Consolidated Results for the Quarter and Year Ended 31/03/2016

Sr. No.	Particulars	Rupees in Millions				
		3 Months ended 31/03/2016	Preceding 3 months ended 31/12/2015	Corresponding 3 months ended 31/03/2015 in the previous year	Year to date figures for the current period ended 31/03/2016	Previous year ended 31/03/2015
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Income from operations					
a	Net Sales	23,755	23,418	22,472	94,694	84,971
b	Other operating income	736	866	411	3,682	1,542
c	Total income from operations (net)	24,491	24,284	22,883	98,376	86,513
2	Expenses					
a	Cost of materials consumed	4,508	5,131	4,506	20,362	18,967
b	Purchases of stock-in-trade	3,302	3,095	3,114	12,366	13,970
c	Changes in inventories of finished goods, work-in-progress and stock-in-trade	418	(230)	401	42	(971)
d	Employee benefits expense	3,572	3,175	3,141	13,317	12,085
e	Depreciation and amortisation expense	783	770	756	3,022	2,873
f	Other expenses	6,877	7,326	6,762	28,460	24,905
g	Total expenses	19,460	19,267	18,680	77,569	71,829
3	Profit/ (Loss) from Operations before other income, finance costs and exceptional items (1-2)	5,031	5,017	4,203	20,807	14,684
4	Other income	241	255	204	941	554
5	Profit/ (Loss) from ordinary activities before finance costs and exceptional items (3+4)	5,272	5,272	4,407	21,748	15,238
6	Finance costs	100	126	163	486	679
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	5,172	5,146	4,244	21,262	14,559
8	Exceptional items	(8)	9	(14)	25	104
9	Profit/ (Loss) from ordinary activities before tax (7-8)	5,180	5,137	4,258	21,237	14,455
10	Tax expense	1,259	1,149	707	5,711	2,594
11	Net Profit/ (Loss) from ordinary activities after tax (9-10)	3,921	3,988	3,551	15,526	11,861
12	Extraordinary items (net of tax expense)	0	0	0	0	0
13	Net Profit/ (Loss) for the period (11-12)	3,921	3,988	3,551	15,526	11,861
14	Pre-acquisition loss transferred to Goodwill arising on consolidation	0	0	21	0	21
15	Minority interest	(34)	(92)	(68)	(300)	(376)
16	Net Profit/ (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13+14+15)	3,887	3,896	3,504	15,226	11,506
17	Paid-up equity share capital (Face value Re. 1/-) (Refer Note - 5)	1,024	1,024	1,024	1,024	1,024
18	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year				52,495	41,492
19	Earnings per share (before extraordinary items) (Refer Note - 5) (not annualised)					
a	Basic (Rs.)	3.80	3.81	3.42	14.87	11.24
b	Diluted (Rs.)	3.80	3.81	3.42	14.87	11.24
19	Earnings per share (after extraordinary items) (Refer Note - 5) (not annualised)					
a	Basic (Rs.)	3.80	3.81	3.42	14.87	11.24
b	Diluted (Rs.)	3.80	3.81	3.42	14.87	11.24

Notes :

- [1] The above results for the quarter/ year ended March 31, 2016 were reviewed by the Audit Committee on May 12, 2016 and then approved by the Board of Directors at their meeting held on May 13, 2016.
- [2] In the consolidated accounts, the accounts of some of the foreign subsidiaries are audited up to December 31, 2015 and subjected to limited review by their auditors for the balance period up to March 31, 2016, wherever applicable.
- [3] M/s. Zydus Healthcare - Sikim, a partnership firm, was converted into a public limited company, namely Zydus Healthcare Limited (ZHL), w.e.f. February 2, 2016, pursuant to which, it had become a subsidiary of the Company. Pursuant to the Scheme of Amalgamation and Arrangement [the Scheme] between ZHL and German Remedies Limited (GRL), which was sanctioned by the Hon'ble High Court of Gujarat vide its order dated March 23, 2016, and effective date being April 1, 2016, ZHL has been amalgamated with GRL w.e.f. the appointed date being, February 2, 2016.
- [4] During the quarter, the Board of Directors have declared an interim dividend of Rs. 3.20/- (@ 320%) per equity share on 1,023,742,600 equity shares of Re. 1/- each for the financial year ended on March 31, 2016.
- [5] During the year, the face value of the equity shares has been sub-divided from Rs. 5/- each to Re. 1/- each per equity share with effect from October 7, 2015, pursuant to the approval of the members through postal ballot process. Consequently, as required by Accounting Standard - 20 "Earning per Share" [EPS], the EPS figures of for all reported periods have been disclosed considering increased number of shares post sub-division.
- [6] Other operating income for the quarter ended March 31, 2016 includes consideration of Rs. Nil [USD Nil] and for the year ended March 31, 2016 includes consideration of Rs. 867 Millions [USD 13.5 Millions] received by Zydus Pharmaceuticals (USA) Inc., a wholly owned subsidiary company, on sale and transfer of ownership interest in certain Abbreviated New Drug Applications [ANDAs] for generic drug products.
- [7] Exceptional items in the above results include:

No.	Particulars	Rupees in Millions				
		3 Months ended 31/03/2016	Preceding 3 months ended 31/12/2015	Corresponding 3 months ended 31/03/2015 in the previous year	Year to date figures for the current period ended 31/03/2016	Previous year ended 31/03/2015
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
a	Provision for various expenses related to the closure of business operations in Japan	(8)	9	(14)	4	(3)
b	Provision for amount payable to a former supplier for termination of supply contract, pursuant to the order passed by the Hon'ble High Court of Madrid, Spain	0	0	0	0	107
c	Payment made under Voluntary Retirement Scheme	0	0	0	21	0

- [8] The figures of the quarter ended March 31, 2016 are balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- [9] Figures of previous reporting periods have been regrouped/ reclassified wherever necessary to correspond with the figures of the current reporting period.
- [10] The Company has one segment of activity viz., "Pharmaceuticals".
- [11] The detailed standalone results are available on the Company's website: www.zyduscadila.com, on the website of BSE [www.bseindia.com] and on the website of NSE [www.nseindia.com]. The summarised standalone financial results of the Company are as below:

Particulars	Rupees in Millions				
	3 Months ended 31/03/2016	Preceding 3 months ended 31/12/2015	Corresponding 3 months ended 31/03/2015 in the previous year	Year to date figures for the current period ended 31/03/2016	Previous year ended 31/03/2015
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Turnover	13,479	15,850	13,376	64,365	46,861
Profit before Tax	4,488	5,677	4,085	24,335	14,646
Profit after Tax	3,380	4,695	3,470	19,773	12,711

Audited Consolidated Statement of Assets and Liabilities

Particulars		Rupees in Millions	
		As at current year end 31/03/2016	As at previous year end 31/03/2015
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
a	Share capital	1,024	1,024
b	Reserves and surplus	52,495	41,492
	Sub-total - Shareholders' funds	53,519	42,516
2	Minority Interest	1,354	1,689
3	Non-current liabilities		
a	Long-term borrowings	8,964	11,504
b	Deferred tax liabilities (net)	611	586
c	Other long-term liabilities	396	421
d	Long-term provisions	1,248	904
	Sub-total - Non-current liabilities	11,219	13,415
4	Current liabilities		
a	Short-term borrowings	12,109	11,835
b	Trade payables	13,449	10,909
c	Other current liabilities	7,615	6,282
d	Short-term provisions	898	3,825
	Sub-total - Current liabilities	34,071	32,851
	TOTAL - EQUITY AND LIABILITIES	100,163	90,471
B	ASSETS		
1	Non-current assets		
a	Fixed assets	40,575	34,170
b	Goodwill on consolidation	7,321	7,331
c	Non-current investments	332	332
d	Long-term loans and advances	7,559	6,371
e	Other non-current assets	0	0
	Sub-total - Non-current assets	55,787	48,204
2	Current assets		
a	Current investments	2,331	1,212
b	Inventories	14,512	15,357
c	Trade receivables	16,804	15,884
d	Cash and cash equivalents	6,953	6,699
e	Short-term loans and advances	2,441	2,408
f	Other current assets	1,335	707
	Sub-total - Current assets	44,376	42,267
	TOTAL - ASSETS	100,163	90,471

By Order of the Board,
For Cadila Healthcare Limited,



Pankaj R. Patel
Chairman & Managing Director

Ahmedabad, May 13, 2016

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FORM A

(For audit report with unmodified opinion)

[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	Cadila Healthcare Limited
2.	Annual financial statements for the year ended	March 31, 2016 - Standalone
3.	Type of Audit observation	Un-modified
4.	Frequency of observation	Not Applicable

For, Cadila Healthcare Limited



Pankaj R. Patel
Chairman & Managing Director

For, Cadila Healthcare Limited



Nitin D. Parekh
Chief Financial Officer

For, Cadila Healthcare Limited



Nitin R. Desai
Chairman of Audit Committee

For, Mukesh M. Shah & Co.

Chartered Accountants,
Firm Registration No. 106625W
Statutory Auditors



Mukesh M. Shah
Partner
Membership No 030190

**INDEPENDENT AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
CADILA HEALTHCARE LIMITED**

We have audited the accompanying statement of standalone financial results ['the Statement'] of Cadila Healthcare Limited ['the Company'] for the year ended March 31, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared on the basis of the related financial statements which are in accordance with the Accounting Standards prescribed under section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the statement.

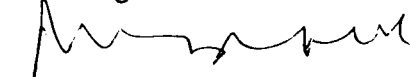
We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis; evidence supporting the amounts disclosed the statement. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, the statement;

- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the company for the year ended 31st March, 2016.

The statement includes the results for the Quarter ended March 31, 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year were subject to limited review by us.

For Mukesh M. Shah & Co
Chartered Accountants
Firm Regn. No. 106625W



Mukesh M. Shah
Partner
Membership No. 030190
Place: Ahmedabad
Date: May 13, 2016



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FORM A

(For audit report with unmodified opinion)

[Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	Cadila Healthcare Limited
2.	Annual financial statements for the year ended	March 31, 2016 - Consolidated
3.	Type of Audit observation	Un-modified
4.	Frequency of observation	Not Applicable

For, Cadila Healthcare Limited



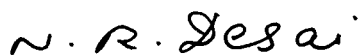
Pankaj R. Patel
Chairman & Managing Director

For, Cadila Healthcare Limited



Nitin D. Parekh
Chief Financial Officer

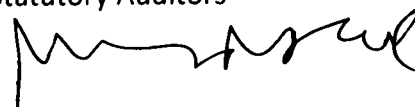
For, Cadila Healthcare Limited



Nitin R. Desai
Chairman of Audit Committee

For, Mukesh M. Shah & Co.

Chartered Accountants,
Firm Registration No. 106625W
Statutory Auditors



Mukesh M. Shah
Partner
Membership No 030190

**INDEPENDENT AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
CADILA HEALTHCARE LIMITED**

We have audited the accompanying statement of consolidated financial results ['the Statement'] of Cadila Healthcare Limited ['the Company'], its subsidiaries and joint ventures (the Company, its subsidiaries and joint ventures constitute "the Group"), for the year ended March 31, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which are in accordance with the Accounting Standards prescribed under section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the statement.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis; evidence supporting the amounts disclosed the statement. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements / financial information of 15 subsidiaries, and 2 jointly controlled entities, whose financial statements / financial information reflect total assets of Rs. 46,443 million as at 31st March, 2016, as well as the total revenue of Rs. 55,877 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited/ reviewed by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities, is based solely on the reports of the other auditors.

We also did not audit the financial statements / financial information of 15 subsidiaries and 1 jointly controlled entity, whose financial statements / financial information reflect total assets of Rs. 5,160 million as at 31st March, 2016, as well as the total revenue of Rs. 5,133 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.



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In our opinion and to the best of our information and according to the explanations given to us, the statement

(i) include the financial results of the following entities;

a. List of subsidiaries:

Zydus Wellness Limited; Liva Pharmaceuticals Limited; Biochem Pharmaceutical Industries Limited; Zydus Technologies Limited; German Remedies Limited; Dialforhealth India Limited; Dialforhealth Unity Limited; Dialforhealth Greencross Limited; Alidac Pharmaceuticals Limited [formerly known as Zydus BSV Pharma Private Limited]; Zydus Healthcare Ltd.; M/s. Zydus Wellness; Zydus International Private Limited; Zydus Netherlands B.V.; Zydus France, SAS; Laboratorios Combix S.L.; Etna Biotech S.R.L.; Bremer Pharma GmbH; ZAHL Europe B. V.; ZAHL B.V.; Zydus Worldwide DMCC; Zydus Discovery DMCC; Zydus Pharmaceuticals (USA) Inc.; Nesher Pharmaceuticals (USA) LLC; Zydus Healthcare (USA) LLC; Zydus Noveltech Inc., USA; Hercon Pharmaceuticals LLC; Zydus Healthcare S.A. (Pty) Ltd.; Simayla Pharmaceuticals (Pty) Ltd., Script Management Services (Pty) Ltd., Zydus Nikkho Farmaceutica Ltda.; Zydus Pharma Japan Co. Ltd.; Zydus Pharmaceuticals Mexico SA De CV; Zydus Pharmaceuticals Mexico Service Company SA De CV.; Zydus Lanka (Private) Limited; Zydus Healthcare Phillipines Inc.

b. List of Joint Venture entities:

Zydus Takeda Healthcare Private Limited; Zydus Hospira Oncology Private Limited; Bayer Zydus Pharma Private Limited.

(ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in this regard; and

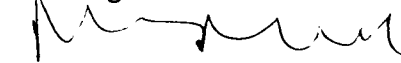
(iii) give a true and fair view of the consolidated net profit and other financial information for the year ended 31st March, 2016.

The statement includes the results for the Quarter ended March 31, 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year were subject to limited review by us.

For Mukesh M. Shah & Co

Chartered Accountants

Firm Regn. No. 106625W



Mukesh M. Shah

Partner

Membership No. 030190

Place: Ahmedabad

Date: May 13, 2016